TransparentSea, Inc. (the "Company") a Delaware Corporation

Financial Statements (unaudited) and
Independent Accountant's Review Report

Years ended December 31, 2025 & 2024

Mongio & Associates
Tax - Accounting - Advisory
Saving Time, Money, & Stress

INDEPENDENT ACCOUNTANT'S REVIEW REPORT

To Management
TransparentSea, Inc.

We have reviewed the accompanying financial statements of the Company which comprise the statement of financial position as of December 31, 2025 & 2024 and the related statements of operations, statement of changes in shareholder equity, and statement of cash flows for the years then ended, and the related notes to the financial statements. A review includes primarily applying analytical procedures to management's financial data and making inquiries of Company management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, we do not express such an opinion.

Management's Responsibility for the Financial Statements
Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement whether due to fraud or error.

Accountant's Responsibility
Our responsibility is to conduct the review engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. Those standards require us to perform procedures to obtain limited assurance as a basis for reporting whether we are aware of any material modifications that should be made to the financial statements for them to be in accordance with accounting principles generally accepted in the United States of America. We believe that the results of our procedures provide a reasonable basis for our conclusion.

Accountant's Conclusion
Based on our review, we are not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter Regarding Going Concern
As discussed in Note 8, certain conditions indicate substantial doubt that the Company will be able to continue as a going concern. The accompanying financial statements do not include any adjustments that might be necessary should the Company be unable to continue as a going concern. Management has evaluated these conditions and plans to generate revenues and raise capital as needed to satisfy its capital needs.

Mongio and Associates
Miami, FL
October 8, 2026

Mongio and Associates

Statement of Financial Position

	As of December 31, 2025	2024
ASSETS		
Current Assets		
Cash and Cash Equivalents	1,886	3,565
Accounts Receivable	7,060	7,060
Total Current Assets	8,946	10,625
Non-current Assets		
Equipment and Vehicle, net of Accumulated Depreciation	185,123	252,801
Total Non-Current Assets	185,123	252,801
TOTAL ASSETS	194,069	263,426
LIABILITIES AND EQUITY		
Liabilities		
Current Liabilities		
Accounts Payable	4,268	6,732
Notes Payable	4,751	4,751
Total Current Liabilities	9,019	11,483
Long-term Liabilities		
Notes Payable	1,527	6,278
Total Long-Term Liabilities	1,527	6,278
TOTAL LIABILITIES	10,546	17,761
Commitments & Contingencies (Note 4)		
EQUITY		
Series Seed-1 Preferred Stock	150	150
Series Seed-2 Preferred Stock	55	55
Series Seed-3 Preferred Stock	19	19
Common Stock	150	150
Additional Paid in Capital	2,782,830	2,747,680
Accumulated Deficit	(2,599,681)	(2,502,390)
Total Equity	183,523	245,664
TOTAL LIABILITIES AND EQUITY	194,069	263,426

Statement of Operations

	Year Ended December 31,	
	2025	**2024**
Revenue	-	331,184
Cost of Revenue	-	90,362
Gross Profit	-	240,822
Operating Expenses		
Advertising and Marketing	1,000	-
General and Administrative	41,356	518,312
Rent and Lease	590	188,282
Depreciation	67,678	94,635
Total Operating Expenses	110,624	801,229
Operating Income (loss)	(110,624)	(560,407)
Other Income		
Other	15,375	35,923
Total Other Income	15,375	35,923
Other Expense		
Interest Expense	2,043	2,672
Total Other Expense	2,043	2,672
Earnings Before Income Taxes	(97,292)	(527,156)
Provision for Income Tax Expense/(Benefit)	-	-
Net Income (loss)	(97,292)	(527,156)

Statement of Cash Flows

	Year Ended December 31, 2025	2024
OPERATING ACTIVITIES		
Net Income (Loss)	(97,292)	(527,156)
Adjustments to reconcile Net Income to Net Cash provided by operations:		
Depreciation	67,678	94,635
Accounts Payable and Accrued Expenses	(2,464)	(698)
Accounts Receivable	-	46,668
Total Adjustments to reconcile Net Income to Net Cash provided by operations:	65,214	140,605
Net Cash provided by (used in) Operating Activities	(32,078)	(386,551)
INVESTING ACTIVITIES		
Fixed Assets	-	-
Security Deposit	-	19,000
Net Cash provided by (used by) Investing Activities	-	19,000
FINANCING ACTIVITIES		
Repayment of Notes Payable	(4,751)	(3,248)
Proceeds from Paid-in Capital	35,150	277,023
Net Cash provided by (used in) Financing Activities	30,399	273,774
Cash at the beginning of period	3,565	97,342
Net Cash increase (decrease) for period	(1,679)	(93,777)
Cash at end of period	1,886	3,565

Statement of Changes in Shareholder Equity

	Series Seed-1 Preferred Stock		Series Seed-2 Preferred Stock		Series Seed-3 Preferred Stock		Common Stock				
	# of Shares Amount	$ Amount	# of Shares Amount	$ Amount	# of Shares Amount	$ Amount	# of Shares Amount	$ Amount	APIC	Accumulated Deficit	Total Shareholder Equity
Beginning Balance at 1/1/2024	1,500,000	150	553,223	55	189,923	19	1,500,000	150	1,919,626	(1,975,234)	(55,234)
Paid-in Capital	-	-	-	-	-	-	-	-	828,054	-	828,054
Net Income (Loss)	-	-	-	-	-	-	-	-	-	(527,156)	(527,156)
Ending Balance 12/31/2024	1,500,000	150	553,223	55	189,923	19	1,500,000	150	2,747,680	(2,502,390)	245,664
Paid-in Capital	-	-	-	-	-	-	-	-	35,150	-	35,150
Net Income (Loss)	-	-	-	-	-	-	-	-	-	(97,292)	(97,292)
Ending Balance 12/31/2025	1,500,000	150	553,223	55	189,923	19	1,500,000	150	2,782,830	(2,599,681)	183,523

TransparentSea, Inc
Notes to the Unaudited Financial Statements
December 31st, 2025
$USD

NOTE 1 – ORGANIZATION AND NATURE OF ACTIVITIES

TransparentSea, Inc. ("the Company") was formed in Delaware on July 27th, 2020. The Company built a proof-of-concept farm in a rented warehouse. The Company has developed proprietary systems and protocols to grow and sell shrimp for food. The Company recycles their water and uses less resources than traditional methods. After 3 years of sales in 2021, 2022 and 2023, Company management decided in early 2024 that the technology and market were sufficiently proven, and that it was time to build a bigger, smarter system at a cost controlled site where the Company could grow and scale. Production was intentionally wound down in 2024 and the last harvest was in August 2024. The Company spent 2025 looking for the right property, securing it, and beginning the permitting and fundraising process.

The Company is conducting a crowdfunding campaign under regulation CF in 2026 to raise expansion capital.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The Company's financial statements are prepared in accordance with U.S. generally accepted accounting principles ("GAAP"). The Company's fiscal year ends on December 31. The Company has no interest in variable interest entities and no predecessor entities.

Revision of Previously Issued Financial Statements

Subsequent to the issuance of the Company's previously issued financial statements, management identified certain adjustments to the classification and presentation of amounts within the financial statements. The accompanying financial statements have been revised to reflect these adjustments, including the reclassification of a related-party balance to additional paid-in capital and revisions to certain expense, other income, property and equipment, and cash balances. The revisions have been reflected in the accompanying 2025 and 2024 financial statements.

Use of Estimates and Assumptions

The preparation of financial statements in conformity with accounting 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.

Cash and Cash Equivalents

Cash and cash equivalents include all cash balances, and highly liquid investments with maturities of three months or less when purchased.

Fair Value of Financial Instruments

ASC 820 "*Fair Value Measurements and Disclosures*" establishes a three-tier fair value hierarchy, which prioritizes the inputs in measuring fair value. The hierarchy prioritizes the inputs into three levels based on the extent to which inputs used in measuring fair value are observable in the market.

These tiers include:

Level 1: defined as observable inputs such as quoted prices in active markets;

Level 2: defined as inputs other than quoted prices in active markets that are either directly or indirectly observable; and
Level 3: defined as unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions.

Concentrations of Credit Risks

The Company's financial instruments that are exposed to concentrations of credit risk primarily consist of its cash and cash equivalents. The Company places its cash and cash equivalents with financial institutions of high credit worthiness. The Company's management plans to assess the financial strength and credit worthiness of any parties to which it extends funds, and as such, it believes that any associated credit risk exposures are limited.

Revenue Recognition

The Company recognizes revenue from the sale of products and services in accordance with ASC 606, "Revenue Recognition" following the five steps procedure:

Step 1: Identify the contract(s) with customers
Step 2: Identify the performance obligations in the contract
Step 3: Determine the transaction price
Step 4: Allocate the transaction price to performance obligations
Step 5: Recognize revenue when or as performance obligations are satisfied

The Company's primary performance obligation is the delivery of products. Revenue is recognized at the time of shipment. net of estimated returns. Coincident with revenue recognition, the Company establishes a liability for expected returns and records an asset (and corresponding adjustment to cost of sales) for its right to recover products from customers on settling the refund liability.

During 2024, the Company intentionally wound down production as it transitioned from its proof-of-concept operations to a planned commercial-scale facility, with its final harvest occurring in August 2024. During 2025, the Company focused on identifying and securing a new property and advancing permitting and fundraising activities in preparation for future operations.

Property and Equipment

Property and equipment are recorded at cost. Expenditures for renewals and improvements that significantly add to the productive capacity or extend the useful life of an asset are capitalized. Expenditures for maintenance and repairs are charged to expense. When equipment is retired or sold, the cost and related accumulated depreciation are eliminated from the accounts and the resultant gain or loss is reflected in income. Depreciation is provided using the straight-line method, based on useful lives of the assets.

The Company reviews the carrying value of property and equipment for impairment whenever events and circumstances indicate that the carrying value of an asset may not be recoverable from the estimated future cash flows expected to result from its use and eventual disposition. In cases where undiscounted expected future cash flows are less than the carrying value, an impairment loss is recognized equal to an amount by which the carrying value exceeds the fair value of assets. The factors considered by management in performing this assessment include current operating results, trends and prospects, the manner in which the property is used, and the effects of obsolescence, demand, competition, and other economic factors. Based on this assessment there was no impairment for December 31, 2025.

A summary of the Company's property and equipment is below.

Property Type	Useful Life in Years	Cost	Accumulated Depreciation	Disposals	Book Value as of 12/31/25
Equipment	7	642,871	(474,500)	-	168,371
Vehicles	5	57,881	(41,129)	-	16,752
Grand Total	-	**700,752**	**(515,629)**	-	**185,123**

Accounts Receivable

Trade receivables due from customers are uncollateralized customer obligations due under normal trade terms. Trade receivables are stated at the amount billed to the customer. Payments of trade receivables are allocated to the specific invoices identified on the customer's remittance advice or, if unspecified, are applied to the earliest unpaid invoices. Payments are generally collected upfront, but some of the merchants that products are sold through have a delay between collecting from the customer and sending to the Company.

The Company estimates an allowance for doubtful accounts based upon an evaluation of the current status of receivables, historical experience, and other factors as necessary. It is reasonably possible that the Company's estimate of the allowance for doubtful accounts will change.

Advertising Costs

Advertising costs associated with marketing the Company's products and services are generally expensed as costs are incurred.

General and Administrative

General and administrative expenses consist of payroll and related expenses for employees and independent contractors involved in general corporate functions, including accounting, finance, tax, legal, business development, and other miscellaneous expenses.

Equity Based Compensation

The Company accounts for stock options issued to employees under ASC 718 (Stock Compensation). Under ASC 718, share-based compensation cost to employees is measured at the grant date, based on the estimated fair value of the award, and is recognized as an item of expense ratably over the employee's requisite vesting period. The Company has elected early adoption of ASU 2018-07, which permits measurement of stock options at their intrinsic value, instead of their fair value. An option' s intrinsic value is defined as the amount by which the fair value of the underlying stock exceeds the exercise price of an option. In certain cases, this means that option compensation granted by the Company may have an intrinsic value of $0.

The Company measures compensation expense for its non-employee stock-based compensation under ASC 505 (Equity). The fair value of the option issued or committed to be issued is used to measure the transaction, as this is more reliable than the fair value of the services received. The fair value is measured at the value of the Company's common stock on the date that the commitment for performance by the counterparty has been reached or the counterparty's performance is complete. The fair value of the equity instrument is charged directly to expense and credited to additional paid-in capital.

There is not a viable market for the Company's common stock to determine its fair value, therefore management is required to estimate the fair value to be utilized in the determining stock-based compensation costs. In estimating the fair value, management considers recent sales of its common stock to independent qualified investors, placement agents' assessments of the underlying common shares relating to their sale of preferred stock and validation by independent fair value experts. Considerable management judgment is necessary to estimate the fair value. Accordingly, actual results could vary significantly from management's estimates. Management has concluded that the estimated fair value of the Company's stock and corresponding expense is negligible.

On July 25, 2022, the Company granted an incentive stock option to purchase 40,000 shares of common stock at an exercise price of $1.80 per share. The option vests 25% after one year from the vesting commencement date of July 25, 2021, with the remaining 75% vesting in equal monthly installments over the following 36 months. The option expires on July 31, 2032, and is exercisable for up to three months following termination of employment, subject to the terms of the applicable equity incentive plan.

Income Taxes

The Company is subject to corporate income and state income taxes in the state it does business. The Company accounts for income taxes under the asset and liability method, which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements. Under this method, the Company determined deferred tax assets and liabilities on the basis of the differences between the financial statement and tax bases of assets and liabilities by using enacted tax rates in effect for the year in which the differences are expected to reverse. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in income in the period that includes the enactment date. The Company recognizes deferred tax assets to the extent that the Company believes that these assets are more likely than not to be realized. In making such a determination, the Company considers all available positive and negative evidence, including future reversals of existing taxable temporary differences, projected future taxable income, tax-planning strategies, and results of recent operations. If the Company determines that it will be able to realize their deferred tax assets in the future in excess of their net recorded amount, the Company would make an adjustment to the deferred tax asset valuation allowance, which would reduce the provision for income taxes. The Company records uncertain tax positions in accordance with ASC 740 on the basis of a two-step process in which (1) the Company determines whether it is more likely than not that the tax positions will be sustained on the basis of the technical merits of the position and (2) for those tax positions that meet the more-likely-than-not recognition threshold, the Company recognizes the largest amount of tax benefit that is more than 50 percent likely to be realized upon ultimate settlement with the related tax authority. The Company does not have any uncertain tax provisions. The Company's primary tax jurisdictions are the United States and California. The Company's primary deferred tax assets are its net operating loss (NOL) carryforwards which approximates its retained earnings as of the date of these financials. A deferred tax asset as a result of NOLs have not been recognized due to the uncertainty of future positive taxable income to utilize the NOL. The Company is no longer subject to U.S. federal, state and local, tax examinations by tax authorities for years before 2022.

The Company has not filed its tax returns as of the date of these financials and is in the process of doing so.

Recent Accounting Pronouncements

The FASB issues ASUs to amend the authoritative literature in ASC. There have been a number of ASUs to date that amend the original text of ASC. Management believes that those issued to date either (i) provide supplemental guidance, (ii) are technical corrections, (iii) are not applicable to us or (iv) are not expected to have a significant impact on the financial statements.

NOTE 3 – RELATED PARTY TRANSACTIONS

The Company follows ASC 850, "Related Party Disclosures," for the identification of related parties and disclosure of related party transactions. No transactions require disclosure.

NOTE 4 – COMMITMENTS, CONTINGENCIES, COMPLIANCE WITH LAWS AND REGULATIONS

The Company is currently not involved with or know of any pending or threatening litigation against the Company or any of its officers. Further, the Company is currently complying with all relevant laws and regulations. The Company does not have any long-term commitments or guarantees.

The Company operated under a five-year warehouse lease entered into in 2019, which expired in late 2024, contributing to higher rent expense during 2024 and minimal rent expense in 2025. During 2025, the Company focused on identifying and securing a new property and advancing permitting and fundraising activities in preparation for future operations.

NOTE 5 – LIABILITIES AND DEBT

On July 3, 2023, the Company entered into a retail installment sale contract to finance the purchase of a 2023 Toyota Tacoma. The financing provided $15,681 in proceeds, bears interest at 6.99%, and a maturity date in 2027. The vehicle serves as collateral for the loan. The outstanding balance was $6,278 as of December 31, 2025.

Debt Principal Maturities 5 Years Subsequent to 2025

Year	Amount
2026	4,751
2027	1,527
2028	-
2029	-
2030	-
Thereafter	-

NOTE 6 – EQUITY

The Company has authorized 10,000,000 shares of common stock at a $0.0001 par value per share, 1,500,000 shares of which are issued and outstanding as of December 31st, 2025.

Voting: Common stockholders are entitled to one vote per share.

Dividends: The holders of common stock are entitled to receive dividends when and if declared by the Board of Directors.

The Company has authorized 2,243,146 shares of the Company's preferred stock at a $0.0001 par value per share consisting of 1,500,000 Series Seed-1 Preferred Stock, all of which are issued and outstanding as of December 31st, 2025, 553,223 Series Seed-2 Preferred Stock, all of which are issued and outstanding as of December 31st, 2025, and 189,923 Series Seed-3 Preferred Stock, all of which are issued and outstanding as of December 31st, 2025.

Voting: Preferred shareholders have 1 vote for every common share they could own if converted.

Dividends: The holders of the Series Seed preferred stock are entitled to receive dividends when and if declared by the Board of Directors. Dividends on preferred stock are in preference to and prior to any payment of any dividend on common stock and are not cumulative. As of December 31st, 2025, no dividends had been declared.

Conversion: Preferred shareholders have the right to convert shares into common stock at a rate of 1 to 1 at the discretion of the shareholder or automatically in change of control events. Preferred shareholders receive dividends at the discretion of the board of directors on a pari passu basis according to the number of shares of Common Stock held by such holders. For this purpose each holder of shares of Preferred Stock will be treated as holding the greatest whole number of shares of Common Stock then issuable upon conversion of all shares of Preferred Stock held by such holder.

Liquidation Preference: In the event of any liquidation, dissolution or winding up of the Company, the holders of the Series Seed preferred stock are entitled to receive prior to, and in preference to, any distribution to the common stockholders.

NOTE 7 – SUBSEQUENT EVENTS

The Company has evaluated events subsequent to December 31, 2025 to assess the need for potential recognition or disclosure in this report. Such events were evaluated through October 8, 2026, the date these financial statements were available to be issued.

In April 2026, the Company approved a Certificate of Amendment to its Second Amended and Restated Certificate of Incorporation in connection with a Conversion Agreement. The amendment increased the Company's authorized capital stock to 12,364,852 shares, consisting of 10,000,000 shares of common stock and 2,364,852 shares of preferred stock, including an increase from 189,923 to 311,629 shares of Series Seed-3 Preferred Stock, to facilitate the issuance of Series Seed-3 Preferred Stock.

NOTE 8 – GOING CONCERN

The accompanying balance sheet has 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 entity has realized losses, incurred negative working capital and cash flows from operations, and may continue to generate losses.

During the next twelve months, the Company intends to finance its operations with funds from a crowdfunding campaign and revenue producing activities. The Company's ability to continue as a going concern in the next twelve months following the date the financial statements were available to be issued is dependent upon its ability to produce revenues and/or obtain financing sufficient to meet current and future obligations and deploy such to produce profitable operating results. Management has evaluated these conditions and plans to generate revenues and raise capital as needed to satisfy its capital needs. No assurance can be given that the Company will be successful in these efforts. These factors, among others, raise substantial doubt about the ability of the Company to continue as a going concern for a reasonable period of time. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities.