

## **Dinewise, Inc**

586 Cobb Parkway S  
Suite 912  
(888) 243-2680  
www.pawntrust.com  
invest@pawntrust.com  
SIC Code-6141

# **Annual Report**

**For the Period Ending December 31, 2023**  
(the "Reporting Period")

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

154,731,956 as of December 31, 2023 *(Current Reporting Period Date or More Recent Date)*

166,731,956 as of December 31, 2022 *(Most Recent Completed Fiscal Year End)*

### **Shell Status**

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

### **Change in Control**

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

Yes: ☐ No: ☒

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

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

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

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

Dinewise, Inc- September 15, 2006

Simplagene USA, Inc

Current State and Date of Incorporation or Registration: Nevada- August 2, 2002

Standing in this jurisdiction: Active

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

None

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

None

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

None

Address of the issuer's principal executive office:

586 Cobb Parkway S  
Suite 912  
Marietta, Georgia 30060

Address of the issuer's principal place of business:

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

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

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

The Issuer went through Receivership Proceedings in the State of Nevada. Case A-17-766927-P Department Number: XXIX. The Custodianship was Approved on January 31, 2018. Discharged on January 21, 2020. On February 25, 2020, the Nevada Courts approved the Motion to return Control of Company to the new Board of Directors.

**2) Security Information**

**Transfer Agent**

Name: Pacific Stock Transfer

Phone: (800) 785-7782

Email: infor@pacificstocktransfer.com

Address: 6725 Via Austi Parkway  
Suite 300  
Las Vegas, NV 89119

**Publicly Quoted or Traded Securities:**

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

Trading symbol:	DWIS
Exact title and class of securities outstanding:	Common
CUSIP:	254447105
Par or stated value:	.001
Total shares authorized:	250,000,000 as of December 31, 2023
Total shares outstanding:	154,731,956 as of December 31, 2023
Total number of shareholders of record:	181 as of December 31, 2023

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

N/A

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

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

None

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

N/A

**Security Description:**

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

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

Holders of Common Shares have one vote per share held. There is dividend entitlement determined by the Board of Directors. Further there are no pre-emptive rights.

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

No Preferred Stocks

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

No other Material rights

**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.**

No material modifications to rights of holders of company securities.

### 3) Issuance History

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

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

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

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u>  Date <u>December 31, 2021</u>  Common: <u>132,731,956</u> Preferred: <u>0</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to.  ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>5/3/2022</u>	<u>New Issuance</u>	<u>12,000,000</u>	<u>Common</u>	<u>\$180,000</u>	<u>Yes</u>	<u>Michael Farr</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(A) 1 Exemption</u>
<u>10/25/2022</u>	<u>New Issuance</u>	<u>12,000,000</u>	<u>Common</u>	<u>\$252,000</u>	<u>Yes</u>	<u>Melvin Farr, Jr</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(A) 1 Exemption</u>
<u>11/11/2022</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>\$495,000</u>	<u>Yes</u>	<u>Venkateswarlu Garikapati</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(A) 1 Exemption</u>
<u>3/2/2023</u>	<u>Shares Returned to Treasury</u>	<u>12,000,000</u>	<u>Common</u>	<u>\$180,000</u>	<u>Yes</u>	<u>Michael Farr</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(A) 1 Exemption</u>
<u>3/10/2023</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$85,000</u>	<u>Yes</u>	<u>Abbas Salih</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(A) 1 Exemption</u>
<u>08/10/2023</u>	<u>Shares Returned to Treasury</u>	<u>500,000</u>	<u>Common</u>	<u>85,000</u>	<u>Yes</u>	<u>Abbas Salih</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(A) 1 Exemption</u>
Shares Outstanding on Date of This Report:  <u>Ending Balance :</u>  Date <u>December 31, 2023</u>  Common: <u>154,731,956</u>  Preferred: <u>0</u>									

**Example:** A company with a fiscal year end of December 31<sup>st</sup> 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

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

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

N/A

## B. Promissory and Convertible Notes

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder.  *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
<u>9/10/2018</u>	<u>236,000</u>	<u>270,000</u>	<u>293,200</u>	<u>12/31/2021</u>	<u>.001</u>	<u>Melvin Farr, Jr</u>	<u>Loan</u>

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

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

N/A

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

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

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

PawnTrust engages in small business loans to thriving entrepreneurs. PawnTrust has now added a marketplace exclusively for Pawn Shops to its business model. PawnTrust acts as an intermediary between the Pawn Shop and consumer using the best technology to streamline borrowing, buying and bartering transactions through an app on a mobile phone. PawnTrust has established Pawn Partners; which are local Pawn Shops, in which inventory is extrapolated into the PawnTrust Marketplace. This allows the Pawn Shops to immediately and seamlessly have their inventory displayed nationally. PawnTrust works like an amplifier. Many of these local stores do not have a web presence nor capital to market their inventory on a national basis. By leveraging the PawnTrust national marketplace the local store can create incremental sales from a wider range of buyers. PawnTrust uses Artificial Intelligence (AI) in the marketplace platform to automate various workflows including advance image recognition algorithms. Items are automatically identified and descriptions are generated with remarkable accuracy which speeds up the process and standardizes the descriptions. This has the potential to transform the pawn industry where descriptive tags help to create a context based search for a user friendly interface. Using AI will bring an immersive and engaging experience.

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

### Affiliated Companies as of December 31, 2023

SCM Auto Club, LLC  
Pawn Club, LLC  
TitlePal, Inc  
FireWater Package, LLC

C. Describe the issuers' principal products or services.

Small Business Loans  
MicroLending  
On Line Retail Market Place

## 5) Issuer's Facilities

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

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

Month to Month Lease

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

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

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

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

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

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>MacFund Holdings</u>	<u>Christina Moore</u> <u>100%</u>	<u>Marietta, GA</u>	<u>100,000,000</u>	<u>Common</u>	<u>75.34%</u>	<u>Christina Moore</u>
<u>Convenient Gourmet Group LP</u>	<u>Larry Clark</u>	<u>Florham Park, NJ</u>	<u>12,196,216</u>	<u>Common</u>	<u>7.31%</u>	<u>James Brennan</u>
<u>Christina Moore</u>	<u>President</u>	<u>Atlanta, GA</u>	<u>0</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>
<u>Christina Moore</u>	<u>Treasurer</u>	<u>Atlanta, GA</u>	<u>0</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>
<u>Christina Moore</u>	<u>Secretary</u>	<u>Atlanta, GA</u>	<u>0</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>
<u>Melving Farr, Jr</u>	<u>N/A</u>	<u>Austell, GA</u>	<u>12,000,000</u>	<u>Common</u>	<u>7.19%</u>	<u>_____</u>
<u>Venkateswarlu Garikapati</u>	<u>N/A</u>	<u>Farmers Branch, TX</u>	<u>10,000,000</u>	<u>Common</u>	<u>5.99%</u>	<u>_____</u>

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

**7) Legal/Disciplinary History**

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

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

N/A

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

N/A

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

N/A

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

N/A

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

N/A

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

N/A

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

N/A



## 8) Third Party Service Providers

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

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

Securities Counsel (must include Counsel preparing Attorney Letters).

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Law offices of Marc Applbaum  
Address 1: 1205 Rosecrans St.  
Address 2: San Diego CA 92106  
Phone: (619) 993-0288  
Email: applbaumlaw@gmail.com

### Accountant or Auditor

Name: CHRISTOPHER OSAIGBOVO  
Firm: UCABS Consolidated  
Address 1: 950 Cobb Parkway Suite 205  
Address 2: Marietta, Georgia 30060  
Phone: 770-261-1107  
Email: chrisbovo3@gmail.com

### Investor Relations

Name: Christina Moore  
Firm: PawnTrust  
Address 1: 586 Cobb Parkway S  
Address 2: Suite 912  
Phone: (888) 243-2680  
Email: invest@pawntrust.com

### *All other means of Investor Communication:*

Twitter: <https://twitter.com/dinewiseinc>  
Discord: N/A  
LinkedIn: N/A  
Facebook: <https://www.facebook.com/pawntrust>  
[Other ] N/A

### Other Service Providers

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

N/A

## 9) Disclosure & Financial Information

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

Name: Christina Moore  
Title: Director  
Relationship to Issuer: Name of Control Person

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

☐ IFRS  
☒ U.S. GAAP

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

Name: **Chris Osiagbovo**

Title:

Relationship to Issuer: Corporate Accountant

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

Provide the following qualifying financial statements:

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

**Financial Statement Requirements:**

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

## 10) Issuer Certification

*Principal Executive Officer:*

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Christina Moore certify that:

1. I have reviewed this Disclosure Statement for December 31, 2023;
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.

March 29, 2024



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Christina Moore-Director

*Principal Financial Officer:*

I, Christina Moore certify that:

1. I have reviewed this Disclosure Statement for December 31, 2023;
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.

March 29, 2024



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Christina Moore-Director

**DINEWISE, INC**  
**BALANCE SHEETS**  
**(Unaudited)**

	December 31, 2022	December 31, 2023
<b>ASSETS</b>		
<b>Current assets</b>		
Cash	\$ 47,807	\$ 74,126
<b>Total current assets</b>		
<b>Other Assets</b>		
Accounts Receivables	\$ 1,200,000	\$ 1,200,000
Intangible		\$ 291,568
Investment	\$ 47,060	\$ 59,330
<b>Total Assets</b>	<b>\$ 1,294,867</b>	<b>\$ 1,625,024</b>
<b>LIABILITIES AND STOCKHOLDERS EQUITY</b>		
<b>Current liabilities</b>		
Accounts payable	\$ 3,192	\$ 3,855
Notes Payable	\$ 529,200	\$ 529,200
<b>Total current liabilities</b>	<b>\$ 532,392</b>	<b>\$ 533,055</b>
<b>Stockholders Equity</b>		
Paid In Capital	\$ 420,000	\$ 420,000
Retained Earnings	\$ 342,475	\$ 342,475
Net Income		\$ 329,494
<b>Total liabilities &amp; Stockholders equity</b>	<b>\$ 1,294,867</b>	<b>\$ 1,625,024</b>

**DINEWISE, INC**  
**STATEMENT OF OPERATIONS**  
**(Unaudited)**

	Year Ended December 31,	
	2022	2023
<b>REVENUE</b>		
Inflows	\$ 276,000	\$ 308,000
Marketplace Income		\$ 37,984
Other-Investment Activities	\$ 239,736	\$ 292,144
<b>TOTAL INCOME</b>	<b>\$ 515,736</b>	<b>\$ 638,128</b>
<b>EXPENSES</b>		
General and Administrative	\$ (118,472)	\$ (128,634)
Other Expenses	\$ -	\$ -
<b>TOTAL EXPENSES</b>	<b>\$ (118,472)</b>	<b>\$ (128,634)</b>
<b>EARNINGS BEFORE INTEREST TAX AND DEPERCIATION</b>	<b>\$ 397,264</b>	<b>\$ 509,494</b>
<b>INTEREST EXPENSE</b>	<b>\$ (180,000)</b>	<b>\$ (180,000)</b>
<b>NET INCOME</b>	<b>\$ 217,264</b>	<b>\$ 329,494</b>

**DINEWISE INC**  
**STATEMENT OF CASH FLOWS**  
**(Unaudited)**

	<b>Year Ended December 31,</b>	
	<b>2022</b>	<b>2023</b>
<b>Cash flows from operating activities</b>		
Net Income	\$ 217,264	\$ 329,494
Changes in operating assets and liabilities	\$ (601,278)	\$ (775,319)
<b>Net cash used in operating activities</b>	<b>\$ (384,014)</b>	<b>\$ (445,825)</b>
<b>Cash flows from investing activities</b>		
Investments	\$ 239,736	\$ 292,144
<b>Net Cash Used in investing activities</b>	<b>\$ 239,736</b>	<b>\$ 292,144</b>
<b>Cash flows from financing activities</b>		
Proceeds from accounts receivables	\$ 180,000	\$ 180,000
<b>Net Cash Provided by Financing activities</b>	<b>\$ 180,000</b>	<b>\$ 180,000</b>
Net Change in Cash	\$ 35,722	\$ 26,319
Cash at beginning of year	\$ 12,085	\$ 47,807
<b>Cash at end of the year</b>	<b>\$ 47,807</b>	<b>\$ 74,126</b>
<b>Supplementa cash flows disclosures</b>		
Cash paid for interest	\$ 180,000	\$ 180,000
cash paid for income taxes	\$ -	

**DINEWISE INC**  
**STATEMENT OF CHANGES IN STOCKHOLDERS EQUITY**  
**FOR THE YEAR ENDED DECEMBER 31, 2023**  
**(Unaudited)**

	<u>Preferred Stock</u>		<u>Common Stock</u>		<u>Additional Paid in Capital</u>	<u>Common Stock Subscribed</u>	<u>Accumulated Surplus</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>				
<b>Balance December 31, 2021</b>	-	-	132,731,956	\$ 132,732	\$ 420,000	\$ -	\$ 125,211	\$ 677,943
<b>Net Profit Year End December 31, 2022</b>	-	-	34,000,000	-	-	-	\$ 217,264	\$ 217,264
<b>Balance December 31, 2022</b>	-	-	166,731,956	\$ 166,732	\$ 420,000	\$ -	\$ 342,475	\$ 895,207
<b>Net Profit Year ended December 31, 2023</b>	-	-	(12,000,000)	-		-	\$ 329,494	\$ 329,494
<b>Balance December 31, 2023</b>	-	<u>\$ -</u>	<u>154,731,956</u>	<u>\$ 154,732</u>	<u>\$ 420,000</u>	<u>\$ -</u>	<u>\$ 671,969</u>	<u>\$ 1,224,701</u>

**Dinewise, Inc**  
Notes to the Financial Statements  
December 31, 2023  
(Unaudited)

**NOTE 1-ORGANIZATION AND DESCRIPTION OF BUSINESS**

PawnTrust, Inc; a subsidiary brand of Dinewise, was incorporated on October 7, 2015 under the laws of the state of Georgia for the purpose of making small business loans to Pawn Shops, Liquor Stores and Title Pawn companies. PawnTrust current footprint covers the state of Georgia. Dinewise, Inc decided to abandon its current food service business model and management has decided to completely focus on Small Business funding.

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

The accompanying unaudited financial statements and related notes have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP). The unaudited financial statements furnished reflect all adjustments which are, in the opinion of management necessary to a fair statement of the results for the periods presented.

The preparation of financial statements in conformity with 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 financial statements and the reported amounts of revenues and expenses during the reporting period. Significant estimates include the estimated useful lives of property and equipment. Actual results could differ from those estimates.

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed. The company believes that there are not any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

**NOTE 3- GOING CONCERN**

As reflected in the unaudited financial statements for this period the Company has a net income \$329,494 a 50% increase for the same period a year ago. The company has began development of its Online Marketplace and has received revenue on its strategic pivot into this market ahead of schedule.

**NOTE 4-NOTES PAYABLE AND PAID IN CAPITAL**

The company has a note of \$529,000 at 14% per annum. The Paid in Capital of \$420,000 is paid to shareholders at 14% per annum.



#### **NOTE 5- ACCOUNTS RECEIVABLE**

The company uses the collateral on small business to create a loan and charges its fee on a monthly basis. . This formula garners an equivalent of 2% interest per month on outstanding balances. The current outstanding balance with pawn shops as of December 31, 2023 is \$1,200,000.

#### **NOTE 6-GENERAL AND ADMINISTRATIVE EXPENSES**

According to management the Companies expenses as represented in the financial statements have reached scale and there will be a proportionate savings in costs gained by increasing the accounts receivable balance.

#### **NOTE 7-NET INCOME**

The Company has posted net income for the period of \$329,494. The company has maintained liquidity in an economically stressful environment.

#### **FORWARD LOOKING INFORMATION**

This release includes statements that may constitute "forward-looking" statements, usually containing the words "believe," "estimate," "project," "expect" or similar expressions. These statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. While the Company believes the expectations reflected in forward-looking statements are reasonable, there can be no assurances such expectations will prove to be accurate. Security holders are cautioned such forward-looking statements involve risks and uncertainties. Certain factors may cause results to differ materially from those anticipated by the forward-looking statements made in this release. Factors that would cause or contribute to such differences include, but are not limited to, acceptance of the Company's current and future products and services in the marketplace, the ability of the Company to develop effective new products and receive regulatory approvals of such products, competitive factors, dependence upon third-party vendors, risks and uncertainties related to the current unknown duration and severity of the COVID-19 pandemic and other risks detailed in the Company's periodic report filings with the Securities and Exchange Commission. By making these forward-looking statements, the Company undertakes no obligation to update these statements for revisions or changes after the date of this release.