

Disclosure Statement



SOLIDUS COMMUNICATIONS, INC.

A Nevada Corporation

260 Williamson Blvd

Unit 731544

Ormond Beach, FL 32174

(305) 747 - 7647

www.soliduscommunications.com

info@soliduscommunications.com

SIC CODE - 4813

Quarterly Report

For the Period Ending: 08/31/2026

(The "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

468,510,576 as of 08/31/2026

411,920,576 as of 11/30/2025

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: ☒

⁴ "Change in Control" shall mean any events resulting in:

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

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

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

Current since June 14, 2021:	Solidus Communications, Inc.
Before June 14, 2021	Telco Cuba, Inc.
Before March 13, 2018:	Amgentech Holdings, Inc.
Before October 24, 2017:	Telco Cuba, Inc.
Before June 15, 2015:	CaerVision Global, Inc.
Before January 7, 2015:	American Mineral Group, Inc.
Before March 22, 2013:	Sungro Minerals, Inc.

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g., active, default, inactive):

Current State and Date of Incorporation or Registration: **Nevada / August 10, 2007.**

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

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

N/A

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

NONE

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

Effective March 1, 2026, the Company sold all of the issued and outstanding shares of Advanced Satellite Systems, Inc. ("ASSI"), its wholly owned subsidiary, to ADCSAT, LLC, an entity controlled by the Company's Chief Executive Officer, William J. Sanchez, pursuant to a Stock Purchase Agreement.

The purchase price for ASSI was \$25,000 and was satisfied through a \$25,000 reduction of accrued payroll owed by the Company to Mr. Sanchez. Separately from the purchase price, Mr. Sanchez forgave an additional \$275,000 of accrued payroll owed to him by the Company. The Company recorded the \$275,000 forgiveness as a contribution to additional paid-in capital.

Upon completion of the transaction, the Company ceased to own or control ASSI, and ASSI is no longer included as a subsidiary of the Company.

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

260 Williamson Blvd, Unit 731544, Ormond Beach, FL 32174

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

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

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

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

NONE

2) Security Information

Transfer Agent

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

Publicly Quoted or Traded Securities:

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

Trading symbol:	<u>SLDC</u>	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>83423A102</u>	
Par or stated value:	<u>.001</u>	
Total shares authorized:	<u>750,000,000</u>	as of date: <u>08/31/2026</u>
Total shares outstanding:	<u>468,510,576</u>	as of date: <u>08/31/2026</u>
Number of shares in the Public Float ² :	<u>251,081,918</u>	as of date: <u>08/31/2026</u>
Total number of shareholders of record:	<u>81</u>	as of date: <u>08/31/2026</u>

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.

Exact title and class of the security:	<u>Series B Convertible Preferred Stock</u>	
Par or stated value:	<u>.001</u>	
Total shares authorized:	<u>100,000</u>	as of date: <u>08/31/2026</u>
Total shares outstanding:	<u>56,988</u>	as of date: <u>08/31/2026</u>
Total number of shareholders of record	<u>11</u>	as of date: <u>08/31/2026</u>

Exact title and class of the security:	<u>Series D Convertible Preferred Stock</u>	
Par or stated value:	<u>.001</u>	
Total shares authorized:	<u>200</u>	as of date: <u>08/31/2026</u>
Total shares outstanding:	<u>101</u>	as of date: <u>08/31/2026</u>
Total number of shareholders of record	<u>2</u>	as of date: <u>08/31/2026</u>

NOTE: Preferred series A and C were cancelled during the month of August, 2025.

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.**

The Company has authorized the issuance of 750,000,000 of which 468,510,576 have been issued as of 08/31/2026. Each common share is entitled to vote on all matters submitted to a vote of the holders of the company. Each share of common stock is entitled to one vote on all matters submitted to shareholders. Holders are entitled to receive dividends when and if declared by the Board of Directors, subject to the preferential rights of any outstanding preferred stock. Holders have no preemptive rights.

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

The Company has 1,000,000 shares of preferred stock authorized of which 100,000 shares were designated as Series B Preferred and 200 as Series D Preferred as follows:

- i. Series B Senior Subordinated Convertible Voting Redeemable Preferred Stock (the "Series B Preferred") – 100,000 shares authorized, 56,988 shares issued and outstanding; Each share of Series B Preferred is convertible into 5,000 restricted shares of common stock; Each share of Series B Preferred is convertible into 5,000 restricted common share votes. Each Series B holder shall be entitled to vote on all matters submitted to a vote of the holders of the company's common stock on an as if converted to common stock basis. Series B holders will not have any rights to vote separately as a series.
- ii. Series D Convertible Preferred Stock (the "Series D Preferred") – 200 shares authorized, 101 shares issued and outstanding; Each share of Series D Preferred is convertible into 3% of the total number of shares of Common Stock outstanding at the Conversion Time. Each Series D holder shall be entitled to vote on all matters submitted to a vote of the holders of the company's common stock on an as if converted to common stock basis. Series D holders will not have any rights to vote separately as a series.

The Company Preferred Stock has liquidation rights as follows: The Series B Preferred is senior in liquidation preference to all classes of common stock, and subordinate to the series D Preferred; the Series D Preferred is senior in liquidation preference to all other classes of Common and Preferred Stock.

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

N/A

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.

N/A

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: Opening Balance Date: <u>12/1/2023</u> Common: <u>307,955,909</u> Preferred A: <u>0</u> Preferred B: <u>53,688</u> Preferred C: <u>700,000</u>									
Date of Transaction	Transaction Type (e.g. new issuance, cancellation, shares)	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>1/10/2024</u>	<u>New</u>	<u>100¹</u>	<u>preferred d</u>	<u>.001</u>	<u>no</u>	<u>William J Sanchez</u>	<u>Preferred D shares to replace Preferred C shares</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>05/06/2024</u>	<u>New</u>	<u>16,666,667</u>	<u>Common</u>	<u>.0015</u>	<u>No</u>	<u>Thomas Langford</u>	<u>Director Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>09/02/2024</u>	<u>New</u>	<u>12,698,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Green Tree Financial/Chris Cottone</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>4(a)2</u>
<u>09/03/2024</u>	<u>New</u>	<u>8,000,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Andrei Ludu</u>	<u>Director Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>03/11/2025</u>	<u>New</u>	<u>3,300</u>	<u>Preferred B</u>	<u>6.06</u>	<u>No</u>	<u>Frank Gerardi</u>	<u>Stock Purchase / Accredited Investor</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>05/08/2025</u>	<u>New</u>	<u>2,000,000</u>	<u>Common</u>	<u>.00238</u>	<u>No</u>	<u>Brett Verona</u>	<u>Debt conversion</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>05/09/2025</u>	<u>New</u>	<u>16,900,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Green Tree Financial/Chris Cottone</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>4(a)2</u>
<u>05/09/2025</u>	<u>New</u>	<u>1</u>	<u>Preferred D</u>	<u>.001</u>	<u>YES</u>	<u>Brett Verona</u>	<u>Legal Counsel / 24-month contract</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>06/06/2025</u>	<u>New</u>	<u>17,800,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Green Tree Financial/ Chris Cottone</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>4(a)2</u>
<u>08/07/2025</u>	<u>Cancellation</u>	<u>700,000</u>	<u>Preferred C</u>	<u>.001</u>	<u>No</u>	<u>William J Sanchez</u>	<u>Return C in Exchange for Pref D</u>	<u>Restricted</u>	<u>N/A</u>
<u>08/29/2025</u>	<u>New</u>	<u>10,700,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Green Tree Financial/Chris Cottone</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>4(a)2</u>
<u>10/13/2025</u>	<u>Transfer</u>	<u>(18,797)</u>	<u>Preferred B</u>	<u>.001</u>	<u>No</u>	<u>William J Sanchez</u>	<u>Gift to Family Member</u>	<u>Restricted</u>	<u>N/A</u>
<u>10/13/2025</u>	<u>Transfer</u>	<u>18,797</u>	<u>Preferred B</u>	<u>.001</u>	<u>No</u>	<u>Daniel W Sanchez</u>	<u>Gift from Officer</u>	<u>Restricted</u>	<u>N/A</u>
<u>11/14/2025</u>	<u>New</u>	<u>19,200,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Green Tree Financial/Chris Cottone</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>4(a)2</u>
<u>01/12/2026</u>	<u>New</u>	<u>20,100,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Green Tree Financial/Chris Cottone</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>4(a)2</u>

<u>02/02/2026</u>	<u>New</u>	<u>21,160,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Green Tree Financial/Chris Cottone</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>4(a)2</u>
<u>03/05/2026</u>	<u>New</u>	<u>15,330,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Green Tree Financial/Chris Cottone</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>4(a)2</u>
Shares Outstanding on Date of This Report: <u>Ending Balance</u> Date: <u>August 31, 2026</u> Common: <u>468,510,576</u> Preferred B: <u>56,988</u> Preferred C: <u>0</u> Preferred D: <u>101</u>									

Example: A Company with a fiscal year end of December 31st 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:

B. Convertible Debt

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

☐ Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ⁵	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
<u>8/23/2021</u>	<u>23,370</u>	<u>25,178</u>	<u>8/23/2022</u>	<u>Par Value (0.001)</u>	<u>133,888,000</u>	<u>25,178,000</u>	<u>Green Tree Financial LLC / Chris Cottone</u>	<u>capital raise</u>

Any additional material details, including footnotes to the table are below:

Note holder has elected to convert note at par value per note language. Default balance was added to note after negotiation with note holder.

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.

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

⁵ The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

Solidus Communications provides technology consulting services, providing end to end solutions to customers. It also provides internet connectivity through bulk offerings at home owner associations. The Company was formerly known as Telco Cuba, Inc. and changed its name to Solidus Communications, Inc. in June 2021. The Company was incorporated in 2007 and is headquartered in Ormond Beach, Florida.

B. Please list any subsidiaries, parents, or affiliated companies.

Effective March 1, 2026, the Company no longer has any subsidiaries following the disposition of Advanced Satellite Systems, Inc.

C. Describe the issuers' principal products or services.

Markets Served

Solidus Communications, Inc. targets small to mid-size businesses which require enterprise level solutions and support.

Service Offerings

Solidus Communications, Inc. provides Internet and Voice over IP services to home owner associations. We also provide consulting services in the technology services field.

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.

The Company conducts its operations from virtual executive offices and customer locations and does not presently lease office or warehouse facilities.

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.

Individual Name (First, Last) or Entity Name	Position/Comp any Affiliation (ex: CEO, 5% Control person)	City and State (Include Country if outside U.S.)	Number of shares owned	Class of Shares Owned	Percentage of Class of Shares Owned (undiluted)	Note

(Include names of control person(s) if a corporate entity)						
<u>William J. Sanchez</u>	<u>Chief Executive Officer / Director</u>	<u>Ormond Beach, FL</u>	<u>25,488</u> <u>100</u> <u>40,987,658</u>	<u>Preferred B</u> <u>Preferred D</u> <u>Common</u>	<u>45%</u> <u>99%</u> <u>8.75%</u>	<u>Note 1,2,3</u>
<u>Camille Whiddon</u>	<u>Owner of greater than 5%</u>	<u>Newberry, FL</u>	<u>25,500,000</u>	<u>Common</u>	<u>5.44%</u>	
<u>Patrick T Wall</u>	<u>Owner of greater than 5%</u>	<u>Ormond Beach, FL</u>	<u>25,263,158</u>	<u>Common</u>	<u>5.39%</u>	
<u>Sayis Tequia</u>	<u>Owner of greater than 5%</u>	<u>Palm Beach Gardens, FL</u>	<u>25,000,000</u>	<u>Common</u>	<u>5.33%</u>	
<u>Santiago A Munoz</u>	<u>Owner of greater than 5%</u>	<u>Fort Lauderdale, FL</u>	<u>25,000,000</u>	<u>Common</u>	<u>5.33%</u>	
<u>Frank Gerardi</u>	<u>Owner of greater than 5%</u>	<u>Palm Beach Gardens, FL</u>	<u>20,898,062</u> <u>3,300</u>	<u>Common</u> <u>Preferred B</u>	<u>4.46%</u> <u>5.79%</u>	
<u>Samuel Fromkin</u>	<u>Owner of greater than 5%</u>	<u>Jupiter, FL</u>	<u>3,000</u>	<u>Preferred B</u>	<u>5.26%</u>	
<u>Daniel Sanchez</u>	<u>Owner of greater than 5%</u>	<u>Daytona Beach, FL</u>	<u>18,797</u>	<u>Preferred B</u>	<u>33%</u>	

Note 1: Each share of the Series B, and D Preferred Stock votes together with the holders of the common stock on all matters on which shareholders of the corporation shall be entitled to vote and be entitled to a vote on all matters submitted to the shareholders. Each preferred "B" share is equal to 5,000 common share votes. Each preferred "D" share is equal to 3% of the total outstanding common stock issued at the time of computation.

Note 2: William Sanchez is the CEO, CFO, Secretary, and Director.

Note 3: CEO William Sanchez purchased 62,600 shares via etrade to gain an understanding of SLDC pricing.

7) Legal/Disciplinary History

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

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

NONE

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

NONE

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

NONE

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

NONE

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

NONE

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

NONE

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party 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.

On June 5, 2023, the Company commenced an action in the United States District Court for the Southern District of New York against EMA Financial, LLC, EMA Group, LLC, and Felicia Preston. The complaint alleges, among other matters, that certain financing transactions involved unlawfully usurious charges. The defendants dispute the Company’s allegations, and the matter remains pending.

The Company retained “The Basile Law Firm P.C.” to represent its interest.

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. If any updates are needed to your public Company profile, update your Company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Securities Counsel

Name:	<u>Brett Verona</u>
Firm:	<u>The Verona Firm, PLLC.</u>
Nature of Services:	<u>Attorney</u>
Address 1:	<u>PO BOX 18191</u>
Address 2:	<u>Tampa, FL 33679</u>
Phone:	<u>(813) 258-0852</u>
Email:	<u>brett@theveronafirm.com</u>

Accountant or Auditor

N/A

Investor Relations Consultant

N/A

All other means of Investor Communication:

X (Twitter):	<u>@solidusSLDC</u>
Discord:	<u>N/A</u>
LinkedIn	<u>N/A</u>
Facebook:	<u>N/A</u>
[Other]	<u>N/A</u>

Other Service Providers

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

Name: N/A
 Firm: N/A
 Nature of Services: N/A
 Address 1: N/A
 Address 2: N/A
 Phone: N/A
 Email: N/A

9) Disclosure & Financial Information

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

Name: **William J Sanchez**
 Title: **President/CEO**
 Relationship to Issuer: **Officer**

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)³:

Name: **William Sanchez**
 Title: **Chief Financial Officer**
 Relationship to Issuer: **Officer**

Describe the qualifications of the person or persons who prepared the financial statements:
 The party responsible for the preparation of the unaudited financial statements of the Company is William Sanchez. Mr. Sanchez has over 24 years of accounting, financial reporting, and corporate financial management experience.

Provide the following qualifying financial statements:

- Audit letter, if audited; - NOT APPLICABLE
- Balance Sheet; - SEE APPENDIX A
- Statement of Income; - SEE APPENDIX A
- Statement of Cash Flows; - SEE APPENDIX A
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity) - SEE APPENDIX A
- Financial Notes - SEE APPENDIX A

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.

³ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

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, William J Sanchez certify that:

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

October 15, 2026

/s/ William J Sanchez

Principal Financial Officer:

I, William J Sanchez certify that:

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

October 15, 2026

/s/ William J Sanchez

Appendix A



CONDENSED UNAUDITED FINANCIAL STATEMENTS
For the nine month period ended
August 31, 2026

CONDENSED FINANCIAL INFORMATION

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Condensed Balance Sheets (unaudited) for the nine months ended August 31, 2026	14
Condensed Statements of Operations (unaudited) for the nine months ended August 31, 2026	16
Condensed Statements of Cash Flows (unaudited) for the nine months ended August 31, 2026	18
Condensed Statements of Changes in Shareholder Equity (unaudited) for the nine months ended August 31, 2026	20
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Solidus Communications, Inc.
CONDENSED UNAUDITED BALANCE SHEET

	For the Nine Months Ended	For the Nine Months Ended
	August 31, 2026	August 31, 2025
Current Assets		
Cash	\$ 63	\$ 10,089
Accounts receivable	150	58,373
Inventories	-	-
Prepaid expenses and other current assets	-	-
Total current assets	\$ 213	\$ 68,462
Fixed Assets, (Other)		
Accumulated Depreciation	-	(1,839)
Furniture	-	3,153
Kiosks	8,400	8,400
Plant & Computer equipment	1,611	4,243
Wireless CPE/Antennas	-	3,265
Total Fixed Assets	\$ 10,011	\$ 17,222
Other Assets		
Directors Prepaid	33,334	88,333
Investment in subsidiary	-	100,000
Total other assets	\$ 33,334	\$ 188,333
Total assets	\$ 43,557	\$ 274,017
Current Liabilities		
Accounts payable and accrued expenses	14,007	59,795
Convertible notes payable	23,370	65,821
Related party, loan and payroll	95,570	297,596
Other current liabilities	15	-

Derivative liability	12,337	80,726
Total Current Liabilities	\$ 145,299	\$ 503,938
Long Term Liabilities		
Loans	-	99,186
Contingent liabilities	-	-
Total Long-Term Liabilities	\$ -	\$ 99,186
Total Liabilities	\$ 145,299	\$ 603,124
Shareholders' Equity		
Preferred B: \$.001 par value; 100,000 shares authorized; 56,988 and 56,988 issued and outstanding at August 31, 2026 and August 31, 2025, respectively	57	57
Preferred D: \$.001 par value; 200 shares authorized; 101 issued and outstanding at August 31 2026 and 101 issued and outstanding at August 31 2025, respectively	0.10	0.10
Common stock, \$.001 par value; 750,000,000 shares authorized; shares issued and outstanding 468,510,576 at August 31, 2026; 392,720,576 shares issued and outstanding at August 31, 2025	468,511	392,721
Additional paid-in-capital	1,759,221	1,464,771
Distributions	-	-
Net (loss)	(195,056)	(317,624)
Accumulated deficit	(2,134,474)	(1,869,032)
Total shareholders' equity	\$ (101,742)	\$ (329,107)
Total liabilities and shareholders' equity	\$ 43,557	\$ 274,017

(The accompanying notes are an integral part of these financial statements)

Solidus Communications, Inc.
CONDENSED UNAUDITED STATEMENT OF OPERATIONS

	For the Nine Months Ended		For the Nine Months Ended
	August 31, 2026		August 31, 2025
Revenue			
Gross Sales	\$ 47,976	\$	67,278
Cost of Sales	1,209		3,389
Net Sales	\$ 46,767	\$	63,889
Operating expenses			
Accountant, Attorney, Consultants,			
Mgmt	40,833		97,590
Fleet	2,169		3,216
Licenses & Permits	750		429
General and administrative	11,748		12,360
Insurance	-		212
Marketing and advertising	-		78
Network/Telecommunications Fees	4,027		2,757
Office, Tower, Facility Rent			
expenses	1,803		1,859
Operating	174		141
Payroll, Salaries	100,200		180,000
Payroll, Sales, Corp Tax	-		990
Patent related expense	-		130
Bad Debt	-		2,236
Total operating expenses	\$ 161,704	\$	301,998
Net (Loss) before income taxes	\$ (114,937)	\$	(238,109)
Total Other Income	\$ 9,603	\$	2,355
Other Expenses			
Interest Expense	4,295		5,342
Depreciation Expense	3,153		66,577
Loss on disposition of subsidiary -			
ASSI	126,162		-
Other Expenses	62		172
Change in derivative fair value	(43,951)		9,780
Total Other Expenses	\$ 89,722	\$	81,870
Net Other Income (expense)	\$ (80,119)	\$	(79,515)

Net Loss	\$	(195,056)	\$	(317,624)
Weighted average number of shares outstanding		<u>456,758,354</u>		<u>357,234,370</u>
Basic and diluted net (loss) per share		<u>(\$0.000427)</u>		<u>(\$0.000889)</u>

(The accompanying notes are an integral part of these financial statements)

Solidus Communications, Inc.
CONDENSED UNAUDITED STATEMENTS OF CASH FLOWS

	For the Nine Months Ended August 31, 2026	For the Nine Months Ended August 31, 2025
Cash flow from operating activities:		
Net (Loss)	\$ (195,056)	\$ (317,624)
Adjustments to reconcile net loss to net cash from operating activities:		
Increase / (Decrease) in accounts payables	2,090	(7,622)
Increase / (Decrease) in accounts receivable	1,694	11,992
Increase Accrued Interest	(18,045)	(14,998)
Change in fair value of derivative	(43,951)	9,780
Decrease in convertible notes	(34,250)	-
Credit card Payables	-	-
Depreciation and amortization	-	-
(Decrease) Related party, payroll	(240,786)	98,435
(Decrease) Due from Subsidiary	42,000	-
Security Deposits	-	-
Loan	-	-
Promissory Notes	-	2,940
Adjustment for settlement of MVNO prepayment	-	-
Inventory	-	-
Operating assets	-	-
Increase Other Current Liability	-	-
Increase Prepaid / Director pay	40,833	(29,958)
Net cash provided by (used in) operating activities	\$ (445,470)	\$ (247,055)
Cash flows from investing activities:		
Accumulated Depreciation	\$ (1,839)	\$ -
Computer Equipment	(712)	1,971
Plant, Remote, Wireless, IPTV, Headend (CATV)	-	56,220
Due from subsidiary	9,168	(6,868)
Furniture	3,153	-
Fleet	-	12,979
investment in subsidiary - ASSI	100,000	-
Net cash used in investing activities:	\$ 109,770	\$ 64,301

Cash flows from financing activities:

Common stock	\$	56,590.00	\$	47,400.00
Preferred Stock B,C,D		-		(696)
Loan		-		(7,174)
Distributions		1,839		-
Additional Paid in Capital		294,450		143,056
Due to sub		(19,450)		-
Net cash provided by financing activities	\$	333,429	\$	182,586
Net cash increase for period		\$ (2,271)		\$ (168)
Cash and cash equivalents at beginning of period	\$	2,333	\$	10,257
Cash and cash equivalents at end of period	\$	63	\$	10,089

Non-cash investing and financing activities:

Common stock issued upon conversion of notes payable	\$	57,030	\$	45,400
Common stock issued for settlement of accrued expense	\$	-	\$	4,760
Sale of series B preferred stock - capital raise	\$	-	\$	20,000
Preferred Series D issued for professional services	\$	-	\$	1

(The accompanying notes are an integral part of these financial statements)

Solidus Communications, Inc.

CONDENSED STATEMENT OF CHANGES IN EQUITY

	Preferred A Stock		Preferred B Stock		Preferred C Stock		Preferred D Stock		Common Stock			Additional		Total
	\$.001 Par Value		\$.001 Par Value		\$.001 Par Value		\$.001 Par Value		\$.001 Par Value		Distributio ns	Paid-In	Retained	Shareholders'
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>		Capital	Earnings	Equity/Defici t
Balance @ November 30, 2022	-	\$ 0	53,688	\$ 54	700,000	\$ 700	-	\$ -	7,259,394,066	\$ 7,259,394	\$ (16,467)	\$ (6,025,531)	\$ (741,580)	\$ 475,871
Adjustment to retained earnings													\$ (1)	\$ (1)
Distributions											\$ 15,566			\$ 15,566
Net (Loss)													(148,816)	(148,816)
Balance @ February 28, 2023	-	\$ 0	53,688	\$ 54	700,000	\$ 700	-	\$ -	7,259,394,066	\$ 7,259,394	\$ (901)	\$ (6,025,531)	\$ (890,397)	\$ 342,619
Common stock issued for professional services									122,767,403	\$ 122,767		\$ 133,035		\$ 255,802
Reduction of common stock due to reverse split								##### ###		##### ###		\$ 7,114,206		\$ (0)
Adjustment to retained earnings													\$ 150,648	\$ 150,648
DTCC adjustment due to reverse split								625	\$ 1					\$ 1
Net (Loss)													(2,170,537)	(2,170,537)
Balance @ May 31, 2023	-	\$ 0	53,688	\$ 54	700,000	\$ 700	-	\$ -	267,955,909	\$ 267,956	\$ (901)	\$ 1,221,710	\$ (2,910,286)	\$ (1,421,467)
Common stock issued for professional services									40,000,000	\$ 40,000		\$ 60,000		\$ 100,000
Adjustment to retained earnings													2,148,510	\$ 2,148,510
Distributions											\$ 901			\$ 901

Net (Loss)														\$ (219,664)	\$ (219,664)
Balance @ August 31, 2023	-	\$ 0	53,688	\$ 54	700,000	\$ 700	-	\$ -	307,955,909	\$ 307,956	\$ -	\$ 1,281,710	\$ (981,440)	\$ 608,280	
Net (Loss)														\$ (80,160)	\$ (80,160)
Balance @ November 30, 2023	-	\$ 0	53,688	\$ 54	700,000	\$ 700	-	\$ -	307,955,909	\$ 307,956	\$ -	\$ 1,281,710	\$ (1,061,600)	\$ 528,120	
Sale of Preferred D to officer							100	\$ 0.10				\$ 40,000		\$ 40,000	
Adjustment to retained earnings													-4,231	\$ (4,231)	
Net (Loss)														\$ (466,204)	\$ (466,204)
Balance @ February 29, 2024	-	\$ 0	53,688	\$ 54	700,000	\$ 700	100	\$ 0.10	307,955,909	\$ 307,956	\$ -	\$ 1,321,710	\$ (1,532,035)	\$ 97,685	
Common stock issued for professional services									16,666,667	\$ 16,667.00		\$ 8,333		\$ 25,000	
Net (Loss)														\$ (70,683)	\$ (70,683)
Balance @ May 31, 2024	-	\$ 0	53,688	\$ 54	700,000	\$ 700	100	\$ 0.10	324,622,576	\$ 324,623	\$ -	\$ 1,330,043	\$ (1,602,718)	\$ 52,002	
Net (loss)														\$ (3,149)	\$ (3,149)
Balance @ August 31, 2024	-	\$ 0	53,688	\$ 54	700,000	\$ 700	100	\$ 0.10	324,622,576	\$ 324,623	\$ -	\$ 1,330,043	\$ (1,605,867)	\$ 48,853	
Common stock issued for professional services									8,000,000	\$ 8,000		\$ -		\$ 8,000	
common stock issued due to convertible note conversion									12,698,000	\$ 12,698		\$ (8,329)		\$ 4,369	
Net (loss)														\$ (206,258)	\$ (206,258)
Balance @ November 30, 2024	-	\$ 0	53,688	\$ 54	700,000	\$ 700	100	\$ 0.10	345,320,576	\$ 345,321	\$ -	\$ 1,321,714	\$ (1,812,125)	\$ (144,336)	
Adjustment to retained earnings														\$ (1,038)	\$ (1,038)

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issued due to conversion of note														
Adjustment to retained earnings													\$ 3,034	\$ 3,034
Net (loss)													36,887	\$ 36,887
Balance @ Feb 28, 2026	-	\$ 0	56,988	\$ 57	-	\$ -	101	\$ 0.10	453,180,576	\$ 453,181	\$ -	\$ 1,492,728	\$ (2,189,089)	\$ (243,123)
Common stock issued due to conversion of note									15,330,000	\$ 15,330		\$ 266,493		\$ 281,823
Adjustment to retained earnings													\$ 54,615	\$ 54,615
Net (loss)													(131,811)	\$ (131,811)
Balance @ May 31, 2026	-	\$ 0	56,988	\$ 57	-	\$ -	101	\$ 0.10	468,510,576	\$ 468,511	\$ -	\$ 1,759,221	\$ (2,266,286)	\$ (38,497)
Net (loss)													(63,245)	\$ (63,245)
Balance @ August 31, 2026	-	0	56,988	57	-	-	101	0	468,510,576	468,511	-	1,759,221	(2,329,531)	(101,742)

(The accompanying notes are an integral part of these financial statements)

NOTES TO THE CONDENSED FINANCIAL STATEMENTS

NOTE 1. GENERAL ORGANIZATION AND BUSINESS

Organization

Solidus Communications, Inc. (f/k/a Telco Cuba, Inc., f/k/a Amgentech Holdings, Inc., f/k/a CaerVision Global, Inc., f/k/a American Mineral Group Minerals Inc., f/k/a Sungro Minerals, Inc.) (the "Company") was incorporated in the State of Nevada on August 10, 2007. Up until June 12, 2015, the Company was previously engaged in the exploration, development, and acquisition of mineral properties.

Solidus Communications, Inc. (SLDC) is a Company incorporated under the laws of Nevada in 2007.

Effective March 1, 2026, the Company transferred ownership of Advanced Satellite Systems, Inc. to ADCSAT, LLC, an entity controlled by the Company's Chief Executive Officer, William J. Sanchez, for consideration of \$25,000. The purchase price was satisfied through a \$25,000 reduction of accrued payroll owed by the Company to Mr. Sanchez. Separately, Mr. Sanchez forgave an additional \$275,000 of accrued payroll, which the Company recorded as a contribution to additional paid-in capital. Following the transaction, Advanced Satellite Systems, Inc. ceased to be a subsidiary of the Company and is no longer included in the Company's consolidated financial statements.

Management continues to evaluate strategic acquisition opportunities within the technology and telecommunications industries.

The accompanying financial statements have been prepared on the basis of accounting principles applicable to a going concern; accordingly, they do not give effect to adjustment that would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and retire its liabilities in other than the normal course of business and at amounts different from those in the accompanying financial statements. Management plans to raise cash from public or private debt or equity financing, on an as needed basis. The Company's ability to continue as a going concern is dependent upon achieving profitable operations and/or upon obtaining additional financing. The outcome of these matters cannot be predicted at this time.

NOTE 2. DISPOSITION OF SUBSIDIARY AND RELATED-PARTY TRANSACTION

Effective March 1, 2026, Solidus Communications, Inc. (the "Company") sold all of the issued and outstanding shares of Advanced Satellite Systems, Inc. ("ASSI"), its wholly owned subsidiary, to ADCSAT, LLC, an entity controlled by William J. Sanchez, the Company's Chief Executive Officer, principal shareholder, officer, and director, pursuant to a Stock Purchase Agreement.

The purchase price for the shares of ASSI was \$25,000. The purchase price was satisfied through a \$25,000 reduction of accrued payroll owed by the Company to Mr. Sanchez.

At the date of disposition, the carrying amount of the Company's investment in ASSI was approximately \$151,162. Accordingly, the Company derecognized its investment in ASSI and recognized a loss on the disposition of approximately \$126,162. The loss is included in "Other Expense" in the accompanying Condensed Statements of Operations.

Separately from the consideration paid for ASSI, Mr. Sanchez forgave an additional \$275,000 of accrued payroll owed to him by the Company. The forgiveness was treated as a contribution by the principal shareholder and recorded as an increase to additional paid-in capital.

The sale of ASSI and the separate forgiveness of accrued payroll resulted in an aggregate reduction of \$300,000 in amounts owed by the Company to Mr. Sanchez, consisting of \$25,000 applied as consideration for the sale of ASSI and \$275,000 forgiven as a capital contribution.

Upon completion of the transaction, the Company ceased to own or control ASSI. Accordingly, ASSI is no longer included as a subsidiary of the Company after March 1, 2026.

Because ADCSAT, LLC is controlled by the Company's Chief Executive Officer and principal shareholder, the disposition and related debt forgiveness have been accounted for and disclosed as related-party transactions in accordance with accounting principles generally accepted in the United States of America.

NOTE 3. SUMMARY OF SIGNIFICANT ACCOUNTING PRACTICES

BASIS OF PRESENTATION. the accompanying financial statements present the accounts of Solidus Communications, Inc. only. Effective March 1, 2026, the Company transferred its wholly owned subsidiary, Advanced Satellite Systems, Inc., to ADCSAT, LLC, an entity controlled by the Company's principal shareholder. As discussed in Note 2, Following the disposition, the accompanying financial statements present only the accounts of Solidus Communications, Inc. The effects of the disposition have been reflected in the accompanying financial statements.

USE OF ESTIMATES. The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities as of the financial statement date, as well as the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

CASH AND CASH EQUIVALENTS. The Company considers all highly liquid investments with original maturities of three months or less to be cash equivalents. The Company maintains cash balances at financial institutions that may exceed federally insured limits from time to time.

ACCOUNTS RECEIVABLE. Accounts receivable is carried at net realizable value. The Company records an allowance for expected credit losses when collection becomes doubtful. As of August 31, 2026 and August 31, 2025, management determined no allowance was necessary. Management evaluated historical collections, current customer balances, and other available information.

PROPERTY AND EQUIPMENT. Property and equipment are stated at cost and depreciated using the straight-line method over estimated useful lives of three to five years. Maintenance and repairs are expensed as incurred. Betterments are capitalized.

FAIR VALUE MEASUREMENTS. The Company follows ASC 820 in measuring fair value. ASC 820 defines a three-level hierarchy for inputs used in fair value measurements. The Company's derivative liability is classified within Level 3 because valuation inputs are substantially unobservable.

CONVERTIBLE INSTRUMENTS AND DERIVATIVE LIABILITIES. The Company evaluates embedded conversion features within its convertible instruments in accordance with ASC 815, Derivatives and Hedging. An embedded conversion feature is required to be bifurcated from the host debt instrument and accounted for as a separate derivative liability if (i) the economic characteristics and risks of the embedded feature are not clearly and closely related to those of the host contract, (ii) the hybrid instrument is not remeasured at fair value with changes recognized in earnings, and (iii) a separate instrument with the same terms would qualify as a derivative.

When these criteria are met, the Company records the embedded conversion feature as a derivative liability at fair value and remeasures it at each reporting date, with changes in fair value recognized in earnings. When the criteria are not met, the conversion feature remains embedded within the host instrument and is not separately accounted for.

Because the Company has determined that its embedded conversion features require derivative liability classification under ASC 815, the guidance related to beneficial conversion features under ASC 470-20 is not applicable, and no beneficial conversion feature has been recorded for the periods presented. When an embedded conversion feature does not qualify for equity classification, it is bifurcated and recorded as a derivative liability at fair value, with changes in fair value recognized in earnings.

REVENUE RECOGNITION. The Company recognizes revenue in accordance with ASC 606 when control of promised goods or services is transferred to customers in an amount that reflects the consideration the Company expects to receive in exchange for those goods or services.

BASIC AND DILUTED EARNINGS (LOSS) PER SHARE. Basic earnings (loss) per share is computed using the weighted average number of common shares outstanding during the period. Diluted earnings (loss) per share reflects potential dilution from convertible instruments and other potential common shares, except when inclusion would be anti-dilutive.

INCOME TAXES. The Company accounts for income taxes under ASC 740. Deferred tax assets and liabilities are recognized for temporary differences between the financial statement carrying amounts and tax bases of assets and liabilities, using enacted tax rates expected to apply when the differences reverse. A valuation allowance is recorded when it is more likely than not that deferred tax assets will not be realized.

NOTE 4. STOCKHOLDERS' DEFICIT

Capital stock authorized for the period ended 08/31/2026

750,000,000 common shares with a par value of \$0.001 per share; and

1,000,000 preferred shares with a par value of \$0.001 per share

Common share Issuances

During the month of May, 2023, 112,500,000 restricted common shares were issued to appointed members of the board of directors.

During the month of May 2023, the Company converted the partial monetary value of a consultants' contract into 10,267,403 restricted common shares.

During the month of July 2023, an officer of the Company converted \$100,000 in salary into 40,000,000 shares of restricted stock.

During the month of May, 2024, the Company issued 16,666,667 shares to a newly appointed member of the board of directors.

During the month of September, 2024, the Company converted a total of \$12,698.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 12,698,000 shares of unrestricted common stock.

During the month of September, 2024, the Company issued 8,000,000 shares to a newly appointed member of the board of directors.

During the month of May 2025, the Company converted a total of \$16,900.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 16,900,000 shares of unrestricted common stock.

During the month of May 2025, the Company converted and issued the monetary value of our corporate attorney's invoice into 2,000,000 restricted shares.

During the month of June 2025, the Company converted a total of \$17,800.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 17,800,000 shares of unrestricted common stock.

During the month of August 2025, the Company converted a total of \$10,700.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 10,700,000 shares of unrestricted common stock.

During the month of November 2025, the Company converted a total of \$19,200.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 19,200,000 shares of unrestricted common stock.

During the month of January 2026, the Company converted a total of \$20,100.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 20,100,000 shares of unrestricted common stock.

During the month of February 2026, the Company converted a total of \$21,160.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 21,160,000 shares of unrestricted common stock.

During the month of March 2026, the Company converted a total of \$15,330.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 15,330,000 shares of unrestricted common stock.

Preferred shares

Preferred stock authorized for the period ended 08/31/2026

The Company has 1,000,000 shares of preferred stock authorized of which 100,000 Series B and 200 Series D are assigned as follows:

Series B Senior Subordinated Convertible Voting Redeemable Preferred Stock (the “Series B Preferred”) – 100,000 shares authorized, 56,988 shares issued and outstanding; Each share of Series B Preferred is convertible into 5,000 restricted shares of common stock; Each share of Series B Preferred is convertible into 5,000 restricted common share votes. Each Series B holder shall be entitled to vote on all matters submitted to a vote of the holders of the company’s common stock on an as if converted to common stock basis. Series B holders will not have any rights to vote separately as a series.

Series D Senior Subordinated Convertible Voting Redeemable Preferred Stock (the “Series D Preferred”) – 200 shares authorized, 101 shares issued and outstanding; Each share of Series D Preferred is convertible into 3% of the total common share outstanding share count. Each Series D holder shall be entitled to vote on all matters submitted to a vote of the holders of the company’s common stock on an as if converted to common stock basis. Series D holders will not have any rights to vote separately as a series.

The Company Preferred Stock has liquidation rights as follows: The Series B Preferred is senior in liquidation preference to all common stock and is subordinate to series D Preferred stock; the Series D Preferred is senior in liquidation preference to all classes of Common and Preferred Stock.

Preferred shares issuances

During the month of January 2024, an officer started the process of exchanging 700,000 of his preferred C shares into 100 Preferred D shares.

During the month of March, 2025, 3,300 Preferred B shares were sold by the Company to an accredited investor for \$20,000.00.

During the month of May 2025, the Company issued 1 preferred D share to our corporate attorney, Brett Verona in exchange for services for the next 24 months.

During the month of August 2025, an officer completed the process of exchanging 700,000 of his preferred C shares into 100 Preferred D shares.

During the month of October 2025 an officer gifted 18,797 preferred B shares to a family member.

Warrants and Options

For the period ended August 31, 2026 and August 31, 2025 there were no outstanding stock options and warrants.

NOTE 5. **CONCENTRATION RISK**

The Company's financial instruments consist of cash, accounts payable and accrued liabilities. It is management's opinion that the Company is not exposed to significant interest or credit risks arising from these financial instruments. Because of the short maturity and capacity of prompt liquidation of such assets and liabilities, the fair values of these financial instruments approximate their carrying values.

Financial instruments which potentially subject the Company to concentrations of credit risk consist principally of debt conversion. The Company places its cash with high credit quality financial institutions in the United States. Bank deposits in the United States did not exceed federally insured limits as of August 31, 2026.

NOTE 6. **NOTES PAYABLE**

As of August 31, 2026 and August 31, 2025, the Company had outstanding convertible notes payable totaling \$23,370 and \$ 65,821, respectively.

The convertible notes were issued pursuant to financing arrangements with third-party investors and are convertible into shares of the Company's common stock at a fixed conversion price of \$0.001 per share, subject to the terms of the respective agreements.

During the nine months ended August 31, 2026, the Company converted an aggregate of approximately \$56,590 of principal, accrued interest, and contractually permitted fees into 56,590,000 shares of common stock at the stated conversion price.

These conversions reduced the outstanding principal balance of the convertible notes and are reflected in the Company's Statement of Changes in Stockholders' Equity.

As of August 31, 2026, the Company had \$23,370 in outstanding convertible note principal. The total outstanding convertible obligation, including accrued interest and applicable charges, was approximately \$25,178. Based on the stated conversion price of \$0.001 per share, this amount is convertible into approximately 25,178,000 shares of common stock, subject to the terms of the applicable agreement.

NOTE 7. **RELATED PARTY TRANSACTIONS**

From time to time, the Company's officers have advanced funds to the Company and have deferred portions of their compensation to support operations. These amounts are recorded as related party loans and accrued payroll.

As of August 31, 2026 and August 31, 2025, the total balance due to officers was \$ 95,570 and \$269,386, respectively.

These balances consist of unpaid salaries and advances made by executive officers. The Company has not executed formal loan agreements with respect to these advances. The balances are non-interest bearing, unsecured, and due on demand, and repayment is dependent upon the Company's available working capital and the terms of the officers' employment arrangements.

Disposition of Subsidiary

On March 1, 2026, the Company transferred its ownership interest in Advanced Satellite Systems, Inc. to ADCSAT, LLC, an entity controlled by William J. Sanchez, the Company's principal shareholder, officer, and director, for consideration of \$25,000.

Separately, Mr. Sanchez forgave an additional \$275,000 of amounts owed to him by the Company. The debt forgiveness was recorded as a contribution to additional paid-in capital.

See Note 2 for additional information regarding the disposition and related-party transaction. Following the disposition, Advanced Satellite Systems, Inc. ceased to be a subsidiary of the Company and is no longer included in the accompanying financial statements. The effects of the disposition and related debt forgiveness have been reflected in the accompanying financial statements, which present the accounts of Solidus Communications, Inc. following the effective date of the transaction.

NOTE 8. EMPLOYMENT CONTRACTS

In February 2025, the Company renewed its 5-year employment contract with William Sanchez, the Company's chairman and Chief Executive Officer. Under the terms of the agreement, the Company is to compensate Mr. Sanchez \$20,000 per month in addition to providing medical, dental, life and automobile insurance and an automobile allowance of \$550 per month.

NOTE 9. PROPERTY AND EQUIPMENT

Depreciation expense for the quarter ended August 31, 2026 totaled \$3,153, related to the Company's depreciable fixed assets.

NOTE 10. INCOME TAXES

The Company accounts for income taxes in accordance with Accounting Standards Codification ("ASC") 740, *Income Taxes*, including the provisions applicable to interim financial reporting.

Deferred income tax assets and liabilities are recognized for the future tax consequences of temporary differences between the financial reporting and tax bases of assets and liabilities, as well as net operating loss ("NOL") carryforwards.

As of November 30, 2025, the Company reported federal NOL carryforwards of approximately \$1,869,032, with a corresponding deferred tax asset of approximately \$392,497, calculated using the federal statutory corporate income tax rate of 21%. The deferred tax asset was fully offset by a valuation allowance.

Federal NOL carryforwards arising in taxable years beginning after December 31, 2017 generally may be carried forward indefinitely, subject to applicable limitations, including limitations on the percentage of taxable income that may be offset and restrictions resulting from certain ownership changes.

For the nine months ended August 31, 2026, the Company reported a pretax loss of \$195,056. The amount of any additional NOL generated for federal income tax purposes may differ from the financial reporting loss because of permanent and temporary differences between financial reporting and income tax accounting.

In assessing the realizability of its deferred tax assets as of August 31, 2026, management considered the Company's history of operating losses, accumulated deficit, working capital deficiency, expectations regarding future taxable income, and other available positive and negative evidence.

Based on this evaluation, management determined that it remains more likely than not that the Company's deferred tax assets will not be realized. Accordingly, the Company continues to maintain a full valuation allowance against its net deferred tax assets as of August 31, 2026.

For the nine months ended August 31, 2026, the Company recognized no net income tax expense or benefit, resulting in an effective income tax rate of 0%. The difference between the 21% federal statutory rate and the Company's effective income tax rate is primarily attributable to the valuation allowance against deferred tax assets.

Previously Reported Deferred Tax Asset Summary — November 30, 2025

Component	Amount
Federal NOL carryforwards	\$1,869,032
Deferred tax asset at 21%	\$392,497
Less: Valuation allowance	(\$392,497)
Net deferred tax asset	\$0

The Company will continue to evaluate the realizability of its deferred tax assets in subsequent reporting periods and will adjust the valuation allowance when warranted by changes in the available evidence.

NOTE 11. DERIVATIVE LIABILITY VALUATION

The Company accounts for the embedded conversion feature of its convertible notes as a derivative liability in accordance with ASC 815, Derivatives and Hedging.

The derivative liability is measured on a recurring basis in accordance with ASC 820, Fair Value Measurements, and is classified as a Level 3 liability due to the use of significant unobservable inputs.

The Company utilizes a valuation methodology incorporating inputs such as the Company's stock price, the contractual conversion price, expected term, volatility, and discount rate to estimate the fair value of the derivative liability at each reporting date. Changes in the fair value of the derivative liability are recognized in the Company's statement of operations.

Derivative Liability Rollforward (Unaudited)	
Balance at November 30, 2025	\$ 56,288
Gain from Change in fair value	
(three months ended February 28, 2026)	(39,333)
Gain from Change in fair value	
(three months ended May 31, 2026)	(4,788)
Balance at May 31, 2026	\$ 12,167

Loss from Change in fair value	
(three months ended August 31, 2026)	\$ 170

Balance at August 31, 2026	\$ 12,337

During the three months ended May 31, 2026, the Company recognized a gain of approximately \$4,788 resulting from changes in the fair value of its derivative liability. During the three months ended August 31, 2026, the Company recognized a loss of approximately \$170 resulting from changes in the fair value of its derivative liability.

For the nine months ended August 31, 2026, the Company recognized a net gain of approximately \$43,951 from changes in the fair value of its derivative liability, consisting of gains of \$39,333 and \$4,788 during the first and second fiscal quarters, respectively, partially offset by a loss of \$170 during the third fiscal quarter. As a result, the derivative liability decreased from \$56,288 at November 30, 2025, to \$12,337 at August 31, 2026.

Because the embedded conversion feature is accounted for as a derivative liability under ASC 815, Derivatives and Hedging, the guidance related to beneficial conversion features under ASC 470-20 is not applicable. Accordingly, no beneficial conversion feature has been recorded for the periods presented.

NOTE 12. **STOCK-BASED COMPENSATION FOR SERVICES**

The Company issued 2,000,000 restricted shares during FY 2025 to Attorney Brett Verona for services already rendered. The fair value was determined using the closing market price on the grant date, at \$0.00238 per share, and recorded as a general and administrative expense under ASC 505-50.

NOTE 13. LOSS ON DISPOSITION OF SUBSIDIARY

Effective March 1, 2026, the Company completed the sale of all of the issued and outstanding shares of Advanced Satellite Systems, Inc. (“ASSI”), its wholly owned subsidiary, to ADCSAT, LLC pursuant to a Stock Purchase Agreement.

The purchase price for ASSI was \$25,000 and was satisfied through a \$25,000 reduction of accrued payroll owed by the Company to William J. Sanchez, the Company’s Chief Executive Officer, principal shareholder, officer, and director.

At the date of disposition, the carrying amount of the Company’s investment in ASSI was approximately \$151,162. Accordingly, the Company recognized a loss on the disposition of approximately \$126,162. The loss is included in “Other Expense” in the accompanying Condensed Statements of Operations.

Separately from the purchase price, Mr. Sanchez forgave an additional \$275,000 of accrued payroll owed to him by the Company. The Company recorded the forgiveness as a contribution to additional paid-in capital.

The Company ceased to own or control ASSI effective March 1, 2026, and ASSI is no longer included as a subsidiary of the Company after that date. See Note 2 for additional information regarding the disposition and related-party transaction.

NOTE 14. GOING CONCERN

These financial statements have been prepared assuming that the Company will continue as a going concern. The Company has incurred recurring losses from operations and has a working capital deficit, as current liabilities exceeded current assets as of August 31, 2026.

These conditions raise substantial doubt about the Company's ability to continue as a going concern.

Management's plans include raising additional capital through equity or debt financing and increasing revenues from operations. However, there can be no assurance that the Company will be successful in executing these plans.

The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE 15. EVENTS

Significant Historical and Current Events

During the month of February, 2023, the Company divested the assets of Naked Paper Brand, Inc. for the sum of \$11,000.00.

During the month of May, 2023, 112,500,000 restricted common shares were issued to appointed members of the board of directors.

During the month of May 2023, the Company converted the partial monetary value of a consultants' contract into 10,267,403 restricted common shares.

During the month of July 2023, the Company converted \$100,000 of an officer's accrued payroll into 40,000,000 restricted common shares.

During the month of September 2023, the Company acquired all assets and the Company known as WIFIBER, CORP. in exchange of promissory convertible notes.

During the month of September 2023, the Company issued promissory convertible notes with a combined value of 1,071,429 to the two unaccredited prior owners of WiFIBER Corp.

During the month of March 2024, the Company and promissory convertible note holders related to the WIFIBER Corp acquisition decided to rescind the deal, making all notes issued by Solidus Communications, Inc. null and void.

During the month of May 2024, the Company issued 16,666,667 restricted common shares to a newly appointed member of the board of directors.

During the month of September 2024, the Company issued 8,000,000 restricted common shares to a newly appointed member of the scientific advisory board.

During the month of September 2024, the Company converted a total of \$12,698 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 12,698,000 shares of unrestricted common stock.

During the month of March, 2025, the Company sold and issued an accredited investor 3,300 Preferred B Series shares for \$20,000.00 in total consideration.

During the month of May 2025, the Company converted a total of \$16,900.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 16,900,000 shares of unrestricted common stock.

During the month of May 2025, the Company converted and issued the monetary value of our corporate attorney's invoice into 2,000,000 restricted shares.

During the month of June 2025, the Company converted a total of \$17,800.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 17,800,000 shares of unrestricted common stock.

During the month of August 2025, the Company converted a total of \$10,700.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 10,700,000 shares of unrestricted common stock.

During the month of November 2025, the Company converted a total of \$19,200.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 19,200,000 shares of unrestricted common stock.

During the month of January 2026, the Company converted a total of \$20,100.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 20,100,000 shares of unrestricted common stock.

During the month of February 2026, the Company converted a total of \$21,160.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 21,160,000 shares of unrestricted common stock.

During the month of March 2026, the Company converted a total of \$15,330.00 in convertible debt and accrued interest owed to an unaffiliated third-party accredited investor into 15,330,000 shares of unrestricted common stock.

During the month of March 2026, the Company sold all of the issued and outstanding shares of Advanced Satellite Systems, Inc. to ADCSAT, LLC, an entity controlled by William J. Sanchez, for consideration of \$25,000. The purchase price was satisfied through a \$25,000 reduction of accrued payroll owed by the Company to Mr. Sanchez. Separately, Mr. Sanchez forgave an additional \$275,000 of accrued payroll, which the Company recorded as a contribution to additional paid-in capital.

NOTE 16. SUBSEQUENT EVENTS

We evaluated subsequent events after the balance sheet date through the date the financial statements were issued. We did not identify any additional material events or transactions occurring during this subsequent event reporting period that required further recognition or disclosure in these financial statements.