

# Amended 2015 Annual Report

September 12, 2017

## Trans Global Group, Inc. Stock Symbol: TGGI

6810 N State Road 7  
Coconut Creek, Florida 33073

Phone: (954) 905-9896

Email: matt@transggi.com

Corporate Website: transggi.com

Federal Tax Id No: 47-4957462

CUSIP No: 89324A109

### **ISSUER'S EQUITY SECURITIES**

#### ***Common Stock***

10,600,000,000 Shares Authorized  
8,187,078,306 Shares Issued and Outstanding\*  
8,007,078,906 Shares in the Float\*

#### ***Preferred Stock***

1,500,000 Shares Authorized  
1,275,000 Shares Outstanding  
No Public Market

\*The number have been updated to reflect the Correct amount

The securities described in this document are not registered with, and the information contained in this statement has not been filed with, or approved by, the U.S. Securities and Exchange Commission.

***This Quarterly Report contains all the representations by the Company, and no person shall make different or broader statements than those contained herein. Investors are cautioned not to rely upon any information not expressly set forth in this document.***

### **Forward-Looking Statements**

Forward-looking statements in this document are made pursuant to the "safe harbor" provisions of the private Securities Litigation Reform Act of 1995. All statements, other than statements of historical facts included in this document, are forward-looking statements. Investors are cautioned that such forward-looking statements involve risks and uncertainties, including without limitation, continued acceptance of the Company's products and services, increased levels of competition for the Company, new products and technological changes, the Company's dependence on third-party vendors, and other risks detailed in the Company's prospectus and periodic reports filed with the Securities and Exchange Commission.

**ITEM I THE EXACT NAME OF THE ISSUER AND ITS PREDECESSOR (IF ANY).**

From October, 2007 to Present      Trans Global Group, Inc.  
Through October, 2007                Teletek, Inc.

**ITEM II            THE ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES.**

**Company Headquarters**

6810 N state Rd 7, Coconut Creek, FL 33073  
Phone: (954) 905-9896  
Corporate Website: <http://transggi.com/>  
Investor Relations: Matthew Dwyer  
6810 N state Rd 7, Coconut Creek, FL 33073  
Telephone: (954) 905-9896  
Email: [matt@transggi.com](mailto:matt@transggi.com)

**ITEM III            THE EXACT TITLE AND CLASS OF SECURITIES OUTSTANDING.**

Common Stock  
Par value: \$0.0001  
CUSIP No.: 89324A109  
Trading Symbol: TGGI  
Preferred Series AA  
CUSIP: None  
Trading Symbol: None

**The number of shares or total amount of the securities outstanding for each class of securities at the end of the each of the last two quarters; The number of Shares Outstanding and in the Float have been updated to reflect the Correct numbers.**

Period ending: December 31, 2015  
Common Stock: 10,600,000,000 Shares Authorized  
Common Stock: 8,187,078,306 Shares Outstanding  
Common Stock: 84 Shareholders of Record  
Freely tradable shares (public float): 8,007,076,606  
Preferred Stock: 1,500,000 Shares Authorized  
Preferred Stock: 1,275,000 Shares Outstanding  
No Public Market  
Number of Preferred Shareholders of Record: 2

Period ending: September 30, 2015  
Common Stock: 15,600,000,000 Shares Authorized  
Common Stock: 7,086,588,931 Shares Outstanding  
Common Stock: 141 Shareholders of Record  
Freely tradable shares (public float): 6,906,589,231  
Preferred Stock: 5,000,000 Shares Authorized  
Preferred Stock: 1,275,000 Shares Outstanding  
No Public Market  
Number of Preferred Shareholders of Record: 2

## **The name and address of the transfer agent**

Signature Stock Transfer, Inc.  
2632 Coachlight Ct.  
Plano, TX 75093  
Tel 972-612-4120

Signature Stock Transfer, Inc. is appropriately registered with the Securities and Exchange Commission under the Securities and Exchange Act of 1934.

## **ITEM IV ISSUANCE HISTORY**

Trans Global Group, Inc. (the Company) was incorporated in Colorado in 1979 and later changed its domicile to Nevada in March of 1993. Until 1996, the Company was involved in the telecommunications business. At that time the Company ceased operations in telecommunications, but kept the Company active it was in the development stage. In 2007, the Company changed management and acquired Ecosafe Insulation of Florida, LLC in October of 2009. Ecosafe had entered into an agreement to acquire Ecosafe Foam from American Green Group, Inc. TGGI decided not to complete that acquisition and acquired two other entities All Weather Insulation, Inc. and Kazore Holdings, Inc. On November 3, 2010 the Company acquired majority control of Rollings.Com, Inc. a shell corporation with 45 shareholders, with the purpose of spinning off one of its subsidiaries. On February 3, 2011 the Company entered into a rescission agreement with Kazore Holdings, Inc., effective as of December 31, 2010. On March 31, 2011 the Company entered into a rescission agreement with All Weather Insulation, Inc. On April 1, 2011 the Company purchased the assets and liabilities of FederaLED, LLC for a note in the amount of \$50,000. FederaLED is no longer an active part of the Company, the domain names were sold off in 2014. On January 10, 2012 the Company acquired VersaGreen Energy Corporation in a share exchange. The Company acquired 100% of the VersaGreen Energy stock from Christopher Clarke in exchange for 2,500,000 shares of TGGI Series AA Preferred stock, while simultaneously entering into a Stock Purchase Agreement with Mr. Caiazzo to purchase 2,500,000 shares of the Company's Series AA Convertible Preferred for \$200,000, which the Company issued Mr. Caiazzo a Convertible Note. During June 2014 the Company entered into two more Share Exchange Agreements one with International Green Building Group, Inc., which was rescinded as of December 31, 2014 and the other with Red Fox Bonding, LLC. The Company's former CEO exchanged his Preferred shares for the 30% Interest the Company owned in Red Fox on August 26th, 2015 and resigned from the Company as its sole officer and director, while appointing James Irving as the new sole officer and director.

## **ITEM V FINANCIAL STATEMENTS**

**Continued on the following page**

## TRANS GLOBAL GROUP, INC. AND SUBSIDIARIES

Notes to the Consolidated Financial Statements

December 31, 2015

### NOTE 1 BASIS OF FINANCIAL STATEMENT PRESENTATION

The condensed financial statements presented are those of Trans Global Group, Inc., and Subsidiaries (the "Company"). The accompanying unaudited condensed financial statements have been prepared by the Company pursuant to the rules and regulations of the Securities and Exchange Commission. Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted in accordance with such rules and regulations. The information furnished in the interim condensed financial statements, includes normal recurring adjustments and reflects all adjustments, which, in the opinion of management, are necessary for a fair presentation of such financial statements. Although management believes the disclosures and information presented are adequate to make the information not misleading, it is suggested that these interim condensed financial statements be read in conjunction with the Company's most recent audited financial statements.

### NOTE 2 NOTES PAYABLE – Corrected and Amended to the financial Statements

The notes outstanding as of December 31 are:

	<u>2015</u>
*Baron Capital Enterprise, Inc.**	226,873.00
*Gene Caiazza Series AA Purchase January 2012**	88,000.00
Red Fox	<u>0.00</u>
Total Notes Payable	314,873.00
Accrued interest on:	
Gene Caiazza	<u>44,474.50</u>
Total accrued Interest	44,474.50

\*These Notes are convertible into common stock of the Company at a predetermined value at the time of conversion, all the remaining Notes are deemed Demand Notes and not convertible.

\*\* The debt holders agreed to cancel the debt and accrued interest for an anti-dilution provision for one year and the issuance of shares owed to them from June of 2014. The shares were never delivered to the debt holders causing the Issuer to default on its agreements and the amount that was written off was restored with all rights as of the date of the previous agreement. Ongoing negotiations continue to settle the debt without further dilution to the Company.

### NOTE 3 RELATED PARTY TRANSACTIONS

None

### NOTE 4 COMMON STOCK AND EQUITY INSTRUMENTS

In the Second Quarter of 2014, the Company issued 3,447,136,600 shares of its Common stock in exchange a total debt reduction of \$419,455.26. Two hundred eighty million shares have not been

## **TRANS GLOBAL GROUP, INC. AND SUBSIDIARIES**

### Notes to the Consolidated Financial Statements

December 31, 2015

issued as of this report, but are reflected on the balance sheet as issued since the Notice of Conversions was submitted prior to the end of June. Once all the shares have been issued the total number of Shares Outstanding shall be 7,266,588,931 and the Float shall be 7,186,589,231.

On October 28, 2015, the Company issued 600,000,000 shares of its Common stock in exchange of the \$30,000 of convertible debt.

On October 28, 2015, the Company issued 400,000,000 shares of its Common stock in exchange of \$20,000 of convertible debt.

On November 17, 2015, the Company issued 100,489,375 shares of its Common stock in exchange of the elimination of the \$6,500 Howard Gostfrand convertible note plus interest.

#### **NOTE 5      SIGNIFICANT EVENTS**

In December, 2014 the Issuer announced a deal with Arrow Electronics, the Issuer was notified within days of a Press Release being issued that the Line of Credit extended was closed, no orders were ever placed with Arrow.

In December, 2014 the Issuer announced a pending deal to sell a unique Grow light for Marijuana industry, the deal was never closed and no relationship was ever established.

In December, 2014 the Issuer and IGBG entered into a Rescission Agreement terminating the transaction.

In December, 2014 the Issuer entered in a series of transactions with its debt holders to eliminate debt and accrued interest on the financials of the Issuer. The debt holders agreed to cancel the debt and accrued interest for an anti-dilution provision for one year and the issuance of shares owed to them from

June of 2014. As of the date of this report the shares were never delivered to the debt holders causing the Issuer to default on its agreements, due to an outstanding bill owed to the transfer agent that has not been paid.

On August 26, 2015 the Issuer and its sole officer and director Christopher Clarke entered into an Exchange Agreement whereby the Issuer assigned its full interest in Red Fox Bonding, LLC to Mr. Clarke in exchange for 2,495,300 shares of Series AA Convertible Preferred stock. Mr. Clarke holds approximately 47 million shares of Common stock, which are restricted and maybe sold under Rule 144 for the next 90 days. Mr. Clarke, prior to resigning as the sole officer and director, appointed James Irving as the new sole officer and director and issued Mr. Irving 1,200,000 shares of the Issuers Series AA Convertible Preferred stock. Red Fox Bonding, LLC has since rescinded its agreement with Mr. Clarke. Mr. Clarke is no longer affiliated or a shareholder of Red Fox Bonding, LLC is no longer associated with TGGI in any capacity.

On August 26, 2015 the Issuer's new President, James Irving entered into a transaction with Red Fox Bonding, LLC to acquire 30% of the company in exchange for all the financial information required to audit the financials of Red Fox Bonding, LLC since inception and to cover all audit related expenses and other agreed upon terms. The agreement was signed on October 1, 2015.

## **TRANS GLOBAL GROUP, INC. AND SUBSIDIARIES**

### Notes to the Consolidated Financial Statements

December 31, 2015

On or about August 30, 2015 the Issuer was notified by the one of the debt holders that the Company was in default as per the terms of the Agreement entered into by the former President to eliminate the debt as of December 31, 2014. The debt holder demanded the debt of all the debt holders be restored as of December 31, 2014 or it would take legal action against the Company. The debt will be restored and reflected within the 3rd quarter financials, all anti-dilution provisions shall be canceled, and only a portion of the debt shall retain its conversion privileges. The debt holders have agreed to lend additional funds to the Company as traditional loans without conversion rights at 4% interest.

In September, 2015 the Issuer contacted the IRS to obtain a new Tax ID number so it is not subject to anything the previous management team may have done. The Company's office shall be located in Cape Coral, FL.

On October 9, 2015 the Company filed Restated Articles of Incorporation with the State of Florida and reduced the number of Authorized shares from 15.6 Billion to 10.6 billion, the Company also reduced the number of Authorized Preferred shares from 5 million to 1.5 million.

On November 3, 2015, due to the lack of business synergy, the Company decided that deal with Red Fox Bonding, LLC was not in the best interest of the Company, and it cancelled its deal and rescinded its 30% state in Red Fox Bonding, LLC.

#### **NOTE 6      SUBSEQUENT EVENTS**

On January 4, 2016, the Company entered into a consulting agreement an agreement today with an SEC reporting oil and gas company incorporated in Nevada to provide consulting services such as strategic planning and investor relations to enhance the client company's assets, resources, products, and services. TGGI will receive 400,000 shares of common stock in return for its services.

On January 6, 2016, the Company entered into a consulting agreement to assist 3 private entities with going public via Reg A filings. TGGI will oversee and manage communication and filings for the 3 companies, while acting as the liaison between the companies and the Attorneys and Auditors. TGGI will act as the filer and upload all the Reg A documents to the SEC via the Edgar system. In exchange for its services, TGGI will receive consulting fees of \$10,000 per company and 5% of the common shares of each company after the Reg A goes effective.

On February 15, 2016, the Company rescinded its consulting agreements signed on January 4<sup>th</sup> and January 6<sup>th</sup>, citing a change in the Company's direction.

On February 19, 2016, the Company, through a corporate release, announced to the public that it decided that the Company would need to reverse merge a company with audited financials in order to instill market value into the Company.

#### **FINANCIAL STATEMENTS**

These financial statements have not been audited but have prepared in accordance with generally accepted accounting principles. Trans Global Group, Inc. has no reason to believe that the financial statements cannot be audited in accordance with generally accepted accounting principles.

## ITEM VI DESCRIBE THE ISSUER'S BUSINESS, PRODUCTS AND SERVICES

- A. The Issuer was organized under the laws of the State of Colorado in 1979 and later changed its domicile to Nevada on March 17, 1993.
- B. The issuer's primary and secondary SIC Codes; Primary SIC Code: 6199.
- C. The issuer's fiscal year end date; The Issuer's fiscal year end date is December 31.
- D. Business of Issuer:

Trans Global Group, Inc. was previously a Green company in the General Construction, Renewable and Solar Energy sector. The Company and its subsidiary had strived to use science and technology to increase the efficiency of their energy products and reduce energy costs. The closing that took place with IGBG has been rescinded as of December 31, 2014. Although our former CEO exchanged his Preferred shares for the 30% interest the Company had in Red Fox Bonding, LLC in August, 2015, the Company on August 26, 2015 entered into a new LOU with Red Fox to purchase a 30% Interest. Trans Global Group began a new era on August 26, 2015 with the Company focused on growing shareholder value while reducing the share structure established by the former CEO.

Trans Global Group is in the business of providing financial and corporate services for private and public companies looking to maximize their time and resources in the capital markets. Trans Global Group, and its partners, bring decades of experience to companies that desire to become more efficient, better capitalized, or just well-equipped to grow within their marketplace.

Some of the Company services are:

- To correctly submit and manage documents in the EDGAR (Electronic Data Gathering, Analysis, and Retrieval) system to be filed with the SEC. EDGAR collects and processes the documents with the SEC database. The Company assists in processing of all documents, including private placement memorandums, annual reports, financial schedules, corporate marketing items, public offering documents, prospectuses and more.
- Submit filings of Corporate Actions on behalf of companies to FINRA. This includes but not limited to; Name Changes, Symbol Changes, Forward or Reverse Splits, Dividends FINRA (Financial Industry Regulatory Authority, Inc.) is a private corporation and is the successor to the NASD (National Association of Securities Dealers, Inc.) and is the largest independent regulator for all securities firms doing business in the United States.
- Working with affiliates and their clients that invest in companies prior to a company filing a Form 10 and going public on the OTCQB. The Company wishes to participate in Crowd Funding through either a Funding Portal or a \$5,000 net Cap broker dealer only allowing Private Placements.
- Assists private companies with going public on to the OTCQB as fully reporting companies. Clients come to the Company for assistance in navigating the audit process and the filing of an S1, to registering their initial shareholders shares so the company can begin to trade. Through its connections, the Company will guide these clients through the collection of documents to complete an audit and S1 and act as a conduit for the auditor and the attorney throughout the process.

- Investor Relations management. Working through its affiliates, the Company has access to a database of over 3 million double opt-in users who are looking for the next hot ticker to trade. The Company sends our current press releases or company profiles to the database over several days to help bring fresh investors to a client's company.

## **ITEM VII DESCRIBE THE ISSUER'S FACILITIES**

The Company maintains a virtual corporate office in Coconut Creek, FL and the Company's CEO supplies 200 square feet office space for the Company at the rate of \$500 per month. This is a temporary measure while the Company looks for office space to move into during the fourth quarter of 2017.

## **ITEM VIII OFFICERS, DIRECTORS, AND CONTROL PERSONS**

### **A. Names of Officers, Directors, and Control Persons.**

Matthew Dwyer: President, CEO and Director, Control Person  
6810 N State Road 7  
Coconut Creek, FL 33073

### **B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:**

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses); None
2. 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, or banking activities; None
3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or None
4. The entry 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

### **C. Beneficial Shareholders.**

Matthew Dwyer – 1,250,000 shares of Convertible Preferred stock equaling 63 percent voting control.  
6810 N State Road 7, Coconut Creek, FL 33073



## ITEM IX THIRD PARTY PROVIDERS

### Legal Counsel

George J. Tate, PLLC  
Attorney at Law  
130 Main Street  
P.O. Box 817  
Abbeville, LA 70511  
Office: 337-893-8335  
george@gjtatelaw.com

### Investor Relations Consultant

None

### Consultant

None

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement. None

## ITEM X ISSUER CERTIFICATION

I, Matthew Dwyer certify that:

1. I have reviewed this Amended ANNUAL REPORT DECEMBER 31, 2015 of TRANS GLOBAL GROUP, 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.

September 12, 2017

/s/Matthew Dwyer

Matthew Dwyer  
Trans Global Group, Inc.  
CEO/COB