BRB FOODS INC.

Consolidated Financial Statements and Independent Auditor's Report as of March, 31, 2024

ASSETS

FOR THREE MONTHS ENDED AS OF MARCH 31, 2024
(Amounts expressed in US Dollar – USD)

	Notes	March 31, 2024	December 31, 2023
CURRENT ASSETS			
Cash and cash equivalents	5	26,789	7,765
Accounts receivable	6	74,522	89,406
Inventory	7	66,430	98,802
Other credits	8	15,329	31,176
Related Parties	25	65,988	80,899
Advance to Suppliers	9	141,431	149,553
Recoverable Taxes	10	76,119	79,16
Total Current Assets		**466,608**	**536,761**
NON-CURRENT ASSETS			
Property, Plant And Equipment	11	80,305	80,664
Operanting lease assets	12	401,667	402,628
Intangible assets	13	2,688,863	2667,955
Total Non-Current Assets		**3,170,835**	**3,151,247**
TOTAL ASSETS		**3,637,443**	**3,688,008**

Management's explanatory notes form an integral part of the consolidated financial statements.

LIABILITIES AND NEGATIVE SHAREHOLDERS' EQUITY

FOR THREE MONTHS ENDED AS OF MARCH 31, 2024
(Amounts expressed in US Dollar – USD

	Notes	March 31, 2024	December 31, 2023
CURRENT LIABILITIES			
Suppliers	14	3,836,719	3,963,058
Loans	15	1,195,972	1,005,576
Related Parties	25	665,994	536,543
Taxes	17	152,365	139,912
Labor and social security liabilities	18	142,854	130,417
Others obligations		13,349	19,978
Lease	12	143,264	147,848
Total Current Liabilities		**6,150,517**	**5,943,331**
NON-CURRENT LIABILITIES			
Loans	15	1,426,506	1,248,466
Lease	12	66,132	68,248
Taxes	17	23,434	24,184
Total Non-Current Liabilities		**1.516,072**	**1,340,890**
NEGATIVE SHAREHOLDERS' EQUITY			
Capital stock		1,012,492	1.012,492
Common stock, par value $0.001 per share; 30,000,000 authorized shares, 12,000,000 shares issued and outstanding			
Accumulated (Losses)		(4,923,655)	(4,293,338)
Cumulative translation adjustment (CTA)		**(117,984)**	**(3,15,372)**
Negative Total Shareholders' Equity	19	**(4,029,141)**	**(3,596,218)**
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**3,637,443**	**3,688,008**

Management's explanatory notes form an integral part of the consolidated financial statements.

INCOME STATEMENT

FOR THREE MONTHS ENDED AS OF MARCH 31, 2024
(Amounts expressed in US Dollar – USD)

		March, 2024	March, 2023
NET REVENUE	20	**40,463**	**4.941.252**
Cost of products sold	21	(48,6160)	(4.102)
GROSS PROFIT		**(8,153)**	**838,783**
OPERATING INCOME (EXPENSES)			
General and Administrative Expenses	22	(84,868)	(522,080)
Sales expenses	22	(16,506)	(516,821)
OPERATING INCOME BEFORE FINANCIAL INCOME		**(109,527)**	**(200,118)**
FINANCIAL INCOME			
Financial revenue	23		2,918
Financial expenses	23	(517,842)	(268,589)
NET INCOME (LOSS) BEFORE INCOME TAX		**(627,369)**	**(465,789)**
Income Tax	24	(2,942)	
NET INCOME (LOSS) FOR THE YEAR		**(630,311)**	**(465,789)**
Earnings per share:			
Basic		**(0,05253)**	**(0,03882)**
Diluted		**(0,05312)**	**-**
Weighted average shares outstanding		**-**	**-**
Basic		**(0,05253)**	**(0,03882)**
Diluted		**(0,05272)**	**-**
Dividends per common share		**-**	**-**

Management's explanatory notes form an integral part of the consolidated financial statements.

STATEMENT OF CHANGES TO SHAREHOLDERS' EQUITY

(Amounts expressed in US Dollar – USD)

	Capital stock	Accumulated Profit/Losses	Cumulative Translation Adjustments	Total shareholders' equity
Balance on 12/31/2022	**1,008,590**	**405,191**	**(156,091)**	**1.257,69**
Capital increase	-			
Net Income for the year		(4,698,529)		(4,698,529)
				-
Currency Translation Adjustments	3,902		(159,281)	(159,281)
Balance on 12/31/2023	**1,012,492**	**(4,293,338)**	**(315,372)**	**(3,596,218)**
Capital increase	-			
Net Income for the year		(630,311)		(630,311)
				-
Currency Translation Adjustments			(175,343)	(175,343)
Currency Translation Adjustments			372,731	372,731
Balance on 03/31/2024	**1.012,49**	**(,.923,655)**	**(117,984)**	**(4,029,141)**

Management's explanatory notes form an integral part of the consolidated financial statements.

COMPREHENSIVE INCOME

STATEMENT FOR THREE MONTHS ENDED AS OF MARCH 31, 2024
(Amounts expressed in US Dollar – USD)

	2024	2023
NET INCOME (LOSS) FOR THE YEAR	**(630,311)**	**(4,698,529)**
Other comphrehensive income (loss), net of tax:		
Net foreign currency translation (loss) gains	372,731	(155,379)
COMPREHENSIVE INCOME	**(257,580)**	**(4.714.066)**

Management's explanatory notes form an integral part of the consolidated financial statements.

STATEMENT FOR THREE MONTHS ENDED AS OF MARCH 31, 2024
(Amounts expressed in US DOLLAR – USD)

	03/31/2024	03/31/2023
Operational Activities		
Income for the year	**(630,311)**	**465,788**
Adjustments to reconcile the income with cash and cash equivalents generated by operating activities		
Depreciation	54,795	
Cumulative Translation Adjustments	233,914	
Allowance for doubtfull accounts	-	
Interest	517,842	
Other adjustments	8,925	
Appropriation of revenue receivable		104,906
Decreases/(increase) in assets		
Accounts Receivable	14,884	**(534,826)**
Inventory	32,372	**162,593**
Taxes to recover	15,847	**(55,036)**
Advance to Suppliers	14,911	
Credits to partners	(14,911)	
Othes credtis	(15,847)	**(920,688)**
(Decreases)/increase in liabilities		
Suppliers	(126,339)	**(461,463)**
Labor and social security liabilities	129,451	**29,144**
Taxes	10,337	**14,548**
Lease	80,437	**-**
Other liabilities	(6,629)	**(7,668)**
(=)Net cash from operations	**319,678**	**(1.202,702)**
(=) Caixa líquido proveniente das atividades operacionais	**319,678**	**(1.202,702)**
Leanse	-	
Property, Plant And Equipm Ent	-	(57,203)
Intangible assets	(62,148)	(738,317)
Write-off of fixed assets	-	
Marketable securities	-	
(=) Net cash from operating activities	**(62,148)**	**(795,520)**
Loans Paymenys		
Loans	(238,506)	
Loans	(324,730)	1.846,100
Advance Receivables	(43,227)	
Intercompany	129,451	
Accounts Payable		261,906
Capital Subscripition		
Cash generated financing activities	**(238,506)**	**2.108,01**
(Decrease)increase in cash and cash equivalents	**19,024**	**109,784**
Cash and equivakents at the beginning of the year	7,765	(12,841)
Cash and cash equivalents the end of the year	26,789	(122,625)
(Decrease)increase in cash and cash equivalents	**19,024**	**109,784**

NOTE 1 – ORGANIZATION AND BUSINESS

Organization and Description of Business

BRB FOODS Inc. is a corporation with its headquarters office in State of Wyoming is to be located at 36 Shadow Brook Lane Lander, WY 82520 of kent, and currently owns 100% of issued shares of Thamuz LLC, a company with its headquarters office in State of Delaware is to be located at 8 The Green, Ste R, in the City of Dover County of Kent, which, in turn, owns 100% of issued shares of the companies BR Brands S.A and Boni Logistica Ltda, both headquartered at Rua Dr. Eduardo de Souza Aranha, n° 387 — Conjunto 151B, in the capital of the State of Sao Paulo in Brazil, having a legal personality under private law, where its duration is indeterminate, and its performance is established throughout the national territory. BR Brands S.A and Boni Logistica Ltda started their activities in 2020, through brands with strong recognition through brands with strong recognition and leadership in the markets where it operates.

BR Brands S.A and Boni Logistica Ltda were incorporated in Brazil by members of the Bonifácio family in 2020 who subsequently in 2022 conferred their equity in these entities to Thamuz LLC in November, 2022, date in which Thamuz LLC became the sole shareholder of BR Brands S.A and Boni Logistica Ltda. BRB Foods Ltd. in its turn was incorporated on October 13, 2022, and afterwards the then shareholders of Thamuz's LLC (i.e., the members of the Bonifácio family who founded BR Brands S.A and Boni Logistica Ltda), conferred the issued and outstanding shares of Thamuz LLC into the capital of the Company. As a result of this corporate restructuring: (i) Mr. Paulo R. Bonifacio contributed to the Capital of the Company, according to their services and vesting agreement. Mr. Paulo R. Bonifacio is (and shall be after the offer) owner of record and beneficial owner of the majority of the shares of the Company and therefore is a controlling shareholder; (ii) the Company will directly own 100% of Thamuz LLC's shares; and (iii) Thamuz LLC will directly own 100% of BR Brands S.A and the Boni Logistica Ltda.'s respective shares.

We are an operating company incorporated under US law and conduct business through our operating subsidiaries. The structure of the group follows:

Company	Activities	Country	Units	Participation	Percentage
BRB Foods Inc.	Holding	USA	1	-	100%
Thamuz LLC	Holding	USA	1	Direct	100%
BR Brands S.A.	Industrialization and sale of grains (mainly rice and beans), pasta, flour, among other products	Brazil	4	Indirect	100%
Boni Logística Ltda.	Distribution centers, transports and logistics solutions.	Brazil	1	Indirect	100%

BRB Foods Ltd. incorporated on October 13, 2022, headquartered in Dover, Delaware in the United States of America, is a holding company whose subsidiaries are BR Brands S.A.

founded on December 1, 2020 and Boni Logística Ltda. founded on February 26, 2020, both located in São Paulo in Brazil. In October 31st, 2023, The company changes to BRB Food Inc, and changes its address to Wyoming. BRB FOODS Inc. is a corporation with its headquarters office in State of Wyoming is to be located at 36 Shadow Brook Lane Lander, WY 82520 of kent,

The consolidated financial statements are intended to provide information for comparative purposes and result from the aggregation of the individual financial statements of its subsidiaries

We operate in the food segment, supplying high quality products to retailers and wholesalers, operating in the South, Southeast and Midwest regions.

We entered into licensing agreements with Unilever — one of the largest suppliers of food and personal care products in the world, for the licensing of the brands Knorr, Arisco, Maizena and Mae terra.

Through our operational subsidiaries based in São Paulo, Brazil, we aim to be present in all meals of Brazilian families, by introducing healthy and quality food. We currently provide our products in seventeen (17) Brazilian states through fourteen (14) integrated distribution centers (IDCs). Aligned with Brazilians' eating habits and with the search for natural foods for a healthy life, we offer products based on grains, cereals, milk protein, vegetable protein, vegetables, and fruits. Our products are cultivated, selected, and prepared within the highest operational standards. The company invested last nine months, increasing our expenses, to prepared Back office team, our sales teams and operational staff for start to sell new 82 products for all Brazilian territory, and 14 new integrated distribution centers, who will start in the second quarter of 2024.

We are licensed to launch, produce, sell, and distribute certain food products under four (4) well-known brands in Brazil. Additionally, due to our management's logistics experience, our distribution capabilities continue to be further improved. We consider our distribution capabilities a key aspect of our business as it allows us to provide improved delivery services to our customers while increasing efficiency and sustainability.

Management Letter

In 2023 was a year in which we leveraged the Company's strategy by adding 64 new products to our portfolio, under brands known throughout Brazil such as Knorr, Maizena, Arisco and Mãe Terra. This portfolio covers the global food base and mainly in Latin America , and Brazil, such as fresh grains, beans and rice, as well as other grains made from wheat, which will be sold in our pasta and macaroni, cassava and corn, sold through of a complete line of flours, including tapioca and popcorn, products that will be under the Arisco and Maizena brands. Completing the launches of new products, a complete line of natural and organic products including cocoa, brown sugar, oats, among others that will be sold under the Mãe Terra brand.

Since that 14 external suppliers were developed and certified by the Company's quality department, within the strictest standards of good practices to guarantee food safety, work safety and the well-being of the people involved in the entire process, as well as environmental safety.

These developments begin in 2024, the construction of our Environmental, Social and Governance (ESG) pillar, aiming for the highest level in people management, governance, environment and surrounding communities.

Continuing with the go to market, the Company hired 13 new Distribution Centers (DCs) strategically located close to the main consumer centers in Brazil and with them we can improve our distribution in more than 90 thousand and ninety thousand points of sale, according to our sales plan. business.

Considering the increased portfolio achieved in 2023 and which now comes into force in 2024, our presence at the point of sales will be significantly increased. This means an expressive growth in contribution margins, and revenue if compared to the 2022 fiscal year. It will guarantee the continuous growth of the Company and provide resource to realize payments of the outstanding balances of suppliers and other liabilities recognized by the Company, as mentioned in the financial statements.

The growth is due to the significant increase in the portfolio and expansion territory, which compares to 2022, when we only had 3 products been sold in supermarket shelves in just part of the state of São Paulo, Brazil. Even in this scenario, in 2022, we managed to reach a very expressive market share of 7% within the beans category in the city of São Paulo, far surpassing brands already established in this market.

In relation to territorial expansion through our logistics, where we will operate from the new 13 DCs, we will be able to reach the notable number of 90 thousand points of sale and consequently growth at an expressive CAGR for the next years, in accordance with our business plan. Our projected EBITDA margin for next years will be higher due to the quality of the portfolio achieved in 2023 and also to the territorial expansion, as mentioned above, which will be achieved in sales during this year of 2024.

Financial support for this growth will be attributed to the initial public offering of BRB Foods Inc, which has been ongoing since the first SEC filing in May 2023 and which became signaling an initial public offering for capitalization of U$8 million, eight million US dollars and eventually follow Ons estimated for the next years. Those events will be provided for continues growth, acquisitions and expansion new territories.

Since January this year, the Company has already received funds through regulated instruments (as convertible notes), and more are in negotiation, leading up to the initial offering, which we hope to finalize in the first half of this year of 2024

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation and Principles of Consolidation

The main accounting policies adopted by the Companies in these financial statements are described below. These policies have been consistently applied in the Years and quarters presented, unless otherwise indicated.

Statement of compliance

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (GAAP) and are presented pursuant to Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC). The issuance of these financial statements was authorized by Management on May, 03, 2024.

All information relevant to the financial statements, and only such information, is evidenced herein and corresponds to the information used by Management in its activities.

Measurement basis

The financial statements were prepared based on historical cost basis, except for derivative and non-derivative financial instruments measured by the fair value through profit or loss.

NOTE 3 – FUNCTION CURRENCY AND USE OF ESTIMATES

In line with our review of the operations and business of companies in Brazil, mainly related to the elements to determine its functional currency, the Management concluded that BRL is its functional currency. This conclusion is based on the review of the following indicators:

- Currency that most influences prices of goods and services in Brazil;
- Currency of the country, which competitive powers and regulations most influence the determination of the selling price of its products and services;
- Currency that most influences material and other costs to supply products or services;
- Currency through which the proceeds of financial activities are substantially obtained; and
- Currency in which amounts received from operating activities are normally accumulated.

The amounts in US Dollar (USD) presented in the financial statements of the Companies are measured translate from BRL (as the functional currency which is the currency that best reflects the economic environment in which the Company is included and the way it is managed).

Transactions in foreign currency

Transactions in foreign currency are converted to the relevant functional currency of the company at the exchange rates on the dates of the transactions.

Monetary assets and liabilities denominated and calculated in foreign currencies on the reporting date of the statement of financial position are reconverted to the functional currency at the exchange rate determined on that date. Non-monetary assets and liabilities which are measured at fair value in foreign currency are reconverted to the functional currency at the exchange rate on the calculation date of the fair value. Differences of foreign currencies resulting from reconversion are generally recognized in the statement of profit or loss. Non- monetary items that are measured on a historical cost basis in foreign currency are not converted.

Financial statements presentation currency

In compliance with the provisions of the Brazilian Law, the financial statements are being presented in Reais, by converting the US dollars into Reais, through the following criteria:

- Assets and liabilities by the exchange rate of the end of the year;
- Statement of profit or loss, of comprehensive and of cash flows by early average rates; and
- Equity, at the historical amount of composition.

Exchange rate variations from the conversion of the abovementioned accounts are recognized in a specific account of equity under the name “Equity valuation adjustments”.

The statements of financial position as of March 31, 2024, and December 31, 2023, and the statements of profit or loss for the fiscal years ended on such dates in functional currency (Reais) translated to presentation currency (US dollars)

Use of Estimates

In preparing the financial statements in accordance with accounting principles generally accepted in the United States of America (GAAP) and are presented pursuant to Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC). Management is required to make estimates and assumptions that could affect the values of the assets and liabilities presented on the reporting dates, as well as the amounts of revenues, costs and expenses of the fiscal years presented. Although these estimates are based on the best knowledge available to Management regarding present and future events, actual results may differ from those estimates.

Estimates and assumptions are reviewed on an ongoing basis. The estimates reviews are recognized on a prospective basis.

Information about uncertainties on premises and estimates with a significant risk of resulting in material adjustment as of December 31, 2023, is included in the following notes:

Note - Impairment losses on trade receivables.
Note - Provision for adjustment to inventories realization value.
Note - Provisions for legal proceedings and provision for credits and incentives to be granted.

NOTE 4 – MAIN ACCOUNTING PRACTICES

Classifications of current and non-current items

In the balance sheet, assets and obligations falling due or expected to be realized within the next year are classified as current items and those maturing or expected to be realized later are classified as non-current items.

Offsets between accounts

As a general rule, in financial statements, neither assets and liabilities, or revenues and expenses are offset against each other, except when offsetting is required or permitted by a Brazilian accounting pronouncement or standard and this offsetting reflects the substance of the transaction.

Functional currency and presentation currency

In line with our review of the operations and business of companies in Brazil, mainly related to the elements to determine its functional currency, the Management concluded that BRL is its functional currency. This conclusion is based on the review of the following indicators:

- Currency that most influences prices of goods and services in Brazil;
- Currency of the country, which competitive powers and regulations most influence the determination of the selling price of its products and services;
- Currency that most influences material and other costs to supply products or services;
- Currency through which the proceeds of financial activities are substantially obtained; and
- Currency in which amounts received from operating activities are normally accumulated.

The amounts in US Dollar (USD) presented in the financial statements of the Companies are measured translate from BRL (as the functional currency which is the currency that best reflects the economic environment in which the Company is included and the way it is managed).

Basic financial instruments

The "Company" classifies the following financial instruments as basic financial instruments:

- Cash and cash equivalents; and,
- Debt instruments.

Debt instruments include accounts receivable and payable and loans payable, and these are valued at the balance sheet dates at amortized cost.

Cash and cash equivalents

Cash and cash equivalents include cash held by the "Company", bank deposits with free movement and financial investments with short-term maturities of approximately three months or less from the date of the transaction.

Accounts receivable

Accounts receivable correspond to amounts receivable for the collection of its receivables and respective fees arising from activities in the normal course of the company. Short- term receivables are initially recognized at transaction cost and long-term receivables at cost adjusted to present value. Subsequently, these accounts are measured at amortized cost using the effective interest rate method, net of impairment losses (losses on receivables). The provision is constituted when considered necessary for the management of the "Company", in an amount sufficient for the recovery of credits.

Inventory

Inventories are valued at the average cost of acquisition or formation of finished products and are maintained below net realizable value. The cost of finished products consists of purchased raw materials, labor, processing, storage and transport, all related to the process of adapting the products to salable conditions. Losses related to the production process make up the production cost in the respective month.

Property, plant and equipment

All property, plant and equipment items are stated at cost less accumulated depreciation. Cost includes expenditures directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Subsequent costs are included in the carrying amount of the asset or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow and the cost of the item can be reliably measured. Any gains and losses on the disposal of an item of property, plant and equipment are recognized in profit or loss. Land is not depreciated.

Depreciation of other assets is calculated using the straight-line method with corporate rates, the estimated useful lives for the current and comparative period are as follows:

- IT equipment - 5 years
- Furniture and Utensils - 10 years
- Machinery and Equipment – 10 years
- Vehicles – 5 years

Depreciation methods, useful lives and residual values are reviewed at each balance sheet date and adjusted if appropriate.

Reduction to recoverable value

Assets that are subject to depreciation or amortization are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount. The latter is the higher of an asset's fair value less costs to sell and value in use.

Accounts payable to suppliers are obligations payable for goods or services that were acquired from suppliers in the ordinary course of business and are initially recognized at cost and subsequently measured at amortized cost using the effective interest rate method. In practice, they are usually recognized at the corresponding invoice amount.

Loans and financing

Loans and financing are initially recognized at transaction cost, i.e., the present value payable to the creditor and, subsequently, stated at amortized cost. Any difference between the amounts raised and the amount paid is recognized in the statement of income during the period in which the loans are in progress, using the effective interest rate method.

Adjustment to present value of assets and liabilities

Long-term monetary assets and liabilities are monetarily restated and, therefore, are adjusted to their present value. The adjustment to present value of short-term monetary assets and liabilities is calculated and only recorded if considered relevant in relation to the financial statements taken as a whole.

For recording purposes and determination of relevance, the adjustment to present value is calculated taking into account the contractual cash flows and the explicit interest rate, and in certain cases implicit, of the respective assets and liabilities.

Based on the analyzes carried out and Management's best estimate, the "Company" concluded that the adjustment to present value of current monetary assets and liabilities is irrelevant in relation to the financial statements taken as a whole and, accordingly, did not register any adjustment.

Other current and non-current assets, liabilities

An asset is recognized in the balance sheet when it is probable that its future economic benefits will be generated in favor of the "Company" and its cost or value can be reliably measured. A liability is recognized in the balance sheet when the "Company" has a legal or constituted obligation as a result of a past event, it being probable that an economic resource will be required to settle it in the future. They are stated at their known or estimated amounts, plus, when applicable, the corresponding income, charges and monetary restatements incurred up to the balance sheet date and, in the case of assets, corrected by provision for losses when necessary.

Provisions

Provisions are recognized when the “Company” has an obligation on the date of the financial statements, as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the value has been reliably estimated.

Provisions are measured at the best estimate of the amount required to settle the obligation at the balance sheet date. When the effect of the time value of money is material, the amount of the provision is the present value of the outlay expected to be required to settle the obligation.

Calculation of income

The income of operations is determined in accordance with the accrual basis of accounting, both for the recognition of revenues and expenses.

Revenue recognition

Revenue recognition is a General Accepted Accounting Principle (GAAP) that identifies the specific conditions under which revenue can be recognized by the Company and determines how to account for it. Typically, revenue is recognized when a critical event occurs, when a product or service is delivered to a customer and the cash value is easily measurable for the company.

Revenue accounting is pretty straight-forward when a product is sold and revenue is recognized when the ownership or possession of products is transferred to the customer, but tipicallyl when a company takes a long time to produce a product or is financed by the customer, the recognition of revenue may be subject to exceptions.

Revenue recognition principles within a company must also remain constant over time, so historical financials can be reviewed and revised for seasonal trends or inconsistencies.

The revenue recognition principle is also regulated by ASC 606 in USGAAP terms. The revenue recognition principle requires that revenues be recognized in the income statement in the period in which they are transferred/realized and earned – not necessarily when cash is received.

The revenue-generating activity must be fully or essentially completed to be included in revenue during the respective accounting period. In addition, there must be a reasonable level of certainty that payment for the revenue earned will be received. Finally, according to the standard principle, revenue and its associated costs must be reported in the same accounting period.

Accounting Standards Codification (ASC) 606: On May 28, 2014, the Financial Accounting Standards Board (FASB) [the International Accounting Standards Board (IASB) issued Accounting Standards Codification (ASC) 606, referring to revenue from contracts with customers. ASC 606 provides a uniform framework for recognizing revenue from contracts with customers. The old guidance was industry-specific, which created a fragmented policy system. The updated revenue recognition standard is industry-neutral and therefore more transparent. It allows for better comparability of financial statements with standard revenue recognition practices across industries.

There are five steps required to satisfy the updated revenue recognition principle, all of which are follwed by the Company:

- Identify the agreement with the customer;
- Identify contractual enforcement obligations;
- Determine the consideration amount/price of the transaction;
- Allocate the determined amount of consideration/price to the contractual obligations and;
- Recognize revenue when the performing party satisfies the performance obligation.

In addition, there must be a reasonable level of certainty that payment for the revenue earned will be received. Finally, according to the standard principle, revenue and its associated costs must be reported in the same accounting period.

Revenue from the sale of products is recognized when the control, significant risks and benefits of ownership of the goods are transferred to the buyer, to the extent that it is probable that economic benefits will be generated for BR Brand and when it can be reliably measured. Revenue is measured based on the fair value of the consideration received, excluding discounts, rebates and sales taxes or charges. Revenue from the sale of products is recognized when the tax document is issued, a moment very close to the delivery of the products and respective transfer of ownership (sales contract). Revenue is not recognized if there is significant uncertainty as to its realization.

In logistics terms, revenue recognition also involves controls aimed at ensuring the integrity of transaction records, conditioned to the appropriate moment in which services are provided and recognized by the customer. Considering the volume of transactions involved, portfolio of transport services, logistics and storage management, geographic location of logistics and customer service, revenue recognition involves a high dependence on the proper functioning of the internal controls determined by the Company.

Judgment and use of accounting estimates

The preparation of the financial statements requires that the Company's management base itself on estimates for the recording of certain transactions that affect the assets and liabilities, revenues and expenses, as well as the disclosure of information about data from its financial statements.

The income from such transactions and information, upon their effective realization in subsequent periods, may differ from these estimates.

I. Service life and residual value of the property, plant and equipment;
II. Recoverability of property, plant and equipment, intangible assets and inventories;
III. Provisions in general.

Government grants

The government grants received by BR Brands has the nature of tax incentives received from the states determined from the amount of ICMS due and levied on business carried out by units.

BR Brands has tax benefits arising from government grants related to the reduction of the ICMS tax base on the sale of grains ("beans"), which have presumed credit for ICMS purposes

NOTE 5 - CASH AND CASH EQUIVALENTS, MARKETABLE SECURITIES

CASH AND CASH EQUIVALENTS

Financial investments are substantially represented by fixed income investment funds with remuneration close to the Interbank Deposit Certificate (CDI) and can be redeemed at any time without prejudice to the appropriate remuneration.

			Change	
	03/31/2024	12/31/2023	$	%
Banks	26,789	7,765	19,024	245%
	26,789	**7,765**	**19,024**	**245%**

NOTE 6 - ACCOUNT RECEIVABLE

The amounts below contemplates the sale and delivery of beans to customers at the end of each period, the settlement of which usually occurs within the contractual terms established by each customer, or full settlement. Part of the receivables comprises guarantees for credit operations with FIDCs, such operation generates an interest approximately 2.5% by transaction done with financial institution.

The sales policies for customers are subordinated to the credit policies established by its management and are aimed at minimizing any problems resulting from default by its customers. The amounts that make up the balance of accounts receivable do not have amounts considered significant overdue, most of which are composed of bills with expected maturity in a period of one to three months.

The expected credit loss was constituted by Management based on default in the realization of credits. The Company performs detailed analysis by client in order to determine the amount of expected credit loss to be recorded at account receivables and surrounding any risk related to financial impacts.

			Change	
	03/31/2024	12/31/2023	$	%
Accounts Receivable	289,345	304,229	(14,884)	-5%
Allowance for doubtful accounts	(214,823)	(214,823)	-	0%
	74,522	**89,406**	(14,884)	**-17%**

NOTE 7 - INVENTORIES

The inventory of the Company includes raw material, packaging and finished goods available for sales, as following:

			Change	
	03/31/2024	12/31/2023	$	%
Inventories ([1])	23,523	42,882	(19,359)	-45%
Packaging	42,907	55,920	(13,013)	-23%
	66,430	**98,802**	(32,372)	**-68%**

([1]) The Company performs **write-off inventories for any excess** or **obsolete inventories** or when we believe that the net realizable value of inventories is less than the carrying value.

NOTE 8 - OTHER CREDITS

Our other credits consisted of the following:

	03/31/2024	12/31/2023	Change $	Change %
Insurance	-	11,779	**(11,779)**	-100%
Capitalization Title	-	19,397	**(19,397)**	-100%
Judicial Deposit	15,329	-	**15,329**	100%
	15,329	**31,176**	**(15,847)**	**-51%**

NOTE 9 – ADVANCE TO SUPPLIERS

The advance to suppliers substantially refers to payments in advances for raw materials (beans) suppliers.

	03/31/2024	12/31/2023	Change $	Change %
Advance to Suppliers	**141,431**	**149,553**	**(8,122)**	**-11,25%**

NOTE 10 – RECOVERABLE TAXES

Recoverable Taxes includes value added tax (ICMS), income tax & social contribution and sales tax (PIS and COFINS), as follow

	03/31/2024	12/31/2023	Change $	Change %
Recoverable taxes ([2])				
COFINS	46,500	48,197	**(1,697)**	**-4%**
ICMS	13,398	13,979	**(581)**	**-4%**
PIS	10,096	10,464	**(368)**	**-4%**
IRPJ	3,993	3,764	**229**	**6%**
CSLL	2,098	2,364	**(266)**	**-11%**
INSS	34	392	**(358)**	**-91%**
Total	**76,119**	**79,160**	**(3,041)**	**-4%**

NOTE 11 - PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are stated at historical cost less accumulated depreciation and disposals. Historical cost includes expenditures that are directly attributable to the purchase of the items and the costs attributable to bringing the asset to its working condition for its intended use. Depreciation is recognized using the straight-line method over the estimated useful lives of the assets. Assets are depreciated to their residual values.
In the year 2023, we had acquisitions of computers and improvements in our factory.

	03/31/2024	(+) Acquisitions	(-) Disposals	12/31/2023	Change $	Change %
Furniture & Fixtures	1,234			1,234	0,000	0%
Computers and Peripherals	10,404			10,404	0,000	0%
Vehicles	78,959			78,959	0,000	0%
Improvements in third party properties	40,657			40,657	0,000	0%
(-) Acoumulated depreciaion	**(50,949)**			**(50,590)**	0,000	0%
	80,305		-	**80,664**	**0,000**	**0%**

NOTE 12 – OPERATING LEASE ASSETS

	03/31/2024	12/31/2023	Change $	Change %
Right-of-use ("ROU") assets	603,942	603,942	0,000	0,00%
(-) Depreciation	**(202,275)**	**(201,314)**	**(961)**	**0,48%**
	401,667	**402,628**	**(961)**	**0,48%**

BRB leases floors of operation buildings, warehouses and vehicles. In general, lease contracts are made from fixed 1-year to 4-year periods, however, they may have extension options.

The right-of-use asset is subsequently depreciated on a straight-line basis from the date of inception of the lease to the end of the lease term

The Company worked out the operating leasing, right-of-use assets for all leasing contratc and for the amount recorded of net presente value were used the discount rate of 10% .The main contarcts related to leasing held by the Company as of December 31, 2023 were as following:

12/31/2023

	Non-Current Assets	Current Liabilities	Non- Current Liabilities
Energy Group	43,675	14,360	
HSTONES	12,193	5,308	
PFZ	434,734	77,034	68,248
ARBROS MATRIZ	113,340	51,146	
TOTAL	**603,942**	**147,848**	**68,248**

03/31/2024

	Non-Current Assets	Current Liabilities	Non- Current Liabilities
Energy Group	43,675	12,776	
HSTONES	12,193	5,308	
PFZ	434,734	75,034	66,132
ARBROS MATRIZ	113,340	50,146	
TOTAL	**603,942**	**143,264**	**66,132**

NOTE 13 - INTANGIBLE ASSETS

	03/31/2024	(+) Add	12/31/2023	Change $	Change %
S.A.P	54,434	10,067	44,367	10	23%
Operacional	457,580		457,578	458	100%
Pré Operacional	2,176,849	10,839	2,166,010	11	100%
(-) Amotization					
Total	**2,688,863**	**20,906**	**2,667,955**	**478,486**	**223%**

Intangible assets comprises rights that have as object intangible assets intended for the maintenance of the entity or exercised for this purpose. The Company expects to realize the amortization of expenses recorded as intangible when start its operations.

Other operational expenses were related to efforts of the Company in orders to perform the Initial Public Offerings ("IPO"), therefore the mainly expenses were due to legal and administrative services in the amount of USD 1,225,986 and other efforts related to commercial and marketing to guarantee the initial operations of the Company in the amount of USD 849,616 and USD 90,408 respectively. Therefore, the total amount recorded in 2023 was USD 2,166,010. And USD 2,218,091 em march, 2024.

Intangible assets are acquired, measured and presented at acquisition or formation cost less accumulated amortization. The useful life of the intangible asset is evaluated as defined according to annual amortization rates that take into account the evaluation made by Management of the technical, technological and commercial aspects:

Project	Categories	Useful life
SAP B1 (*)	Software	5 years
Operational (**)	Commercial	5 years
Other operational (***)	Preoperational	5 years

(*) We are implementing the SAP Business One (ERP) platform, a financial planning and control system with enterprise resources that will help us record all transactional data used in our Brazilian operations. Expenditure on software maintenance is recognized as an expense as incurred.

(**) Right to supply products to a specific customer and the customer's commitment to purchase our products with certain commercial conditions.
(***) Other operational expenses for opening companies, with consultants and lawyers.

Amortization

Intangible assets with defined useful lives are amortized on the straight-line basis over their estimated useful lives. Licenses and supply and distribution rights are amortized over the period in which the rights exist, which generally vary from 5 years based on the term of the contracts.

Amortization of intangible assets with finite lives is recognized in the statement of income in the expense category consistent with the use of the intangible asset.

NOTE 14 - ACCOUNTS PAYABLE

These are obligations related to the purchase of raw materials, inputs and contracting of service providers for short-term payments.

SUPPLIERS

	03/31/2024	12/31/2023
Domestic supplier	3,836,719	3,963,058

These are the amounts payable to our raw material suppliers and service provider.

NOTE 15- LOANS

The Company advance receivables with Credit Rights Investment Funds - FIDC, the balances of receivables are transferred to the Funds with a corresponding entry being recognized under the heading "Loans and financing" in current liabilities according to the maturity age, the interest and other transaction financial costs are recognized as expenses at the time of the transaction. Due to the position of Assignor of credit rights, we are jointly and severally liable with the debtors (clients) for the punctuality and total settlement of all credit rights assigned to the FIDC, for the payment of principal, interest, fines, and other charges related to each operation in case of default.

Accounts receivables are written off upon receipt in full from its customers and/or upon assignment of these securities to the FIDC, in which the FIDC acquires directly from the Company the rights represented by trade notes arising from its commercial sales to its customers.

	Current		Non-Current		Total	
	03/31/2024	12/31/2023	03/31/2024	12/31/2023	03/31/2024	12/31/2023
Advance Receivables	725,678	768,905	-	-	725,678	768,91
Loans Bank	470,294	418,464	1426,506	1,066,746	1.896,800	1,485,210
TOTAL	**1.195,972**	**1,005,576**	**1.426,506**	**1,248,466**	**2.622,478**	**2,254,042**

Advance Receivables

	03/31/2024	Low	Interest Provision	12/31/2023
PREMIER	676,019	-	8,02	668,001
RDF SOLUÇÕES FINANCEIRAS	34,593	- 51,441	-	86,034
ML BANK SECURITIZADORA S/A	15,066	-	0,196	14,870
TOTAL	**725,678**	**- 51,441**	**8,214**	**768,905**

Loans Bank

	03/31/2024	Hiring	Interest Paid	Interest Provision	Payments	12/31/2023
Loans Bank	**1,896,800**	**0,000**	**0,000**	**411,590**	**0,000**	**1,485,210**

NOTE 16 – CONVERTIBLE NOTE

2023A Convertible Note Offering

On February 17, 2023, we closed a private placement (the "2023A Convertible Note Offering") of a convertible note (the "2023A Convertible Note") to an accredited investor pursuant to Rule 506 of Regulation D of the Securities Act. The 2023A Convertible Note has an annual rate of return of six and one-half percent (6.5%) per annum, payable as a Payment-in-Kind in the Company's common stock valued, at a price equal to sixty five percent (65%) of the per share price of securities sold in this offering, at the Maturity Date of the 2023A Convertible Note.

The 2023A Convertible Note shall mature nine (9) months from the closing date of the 2023A Convertible Note Offering (the "Maturity Date"). The outstanding principal balance of the 2023A Convertible Note and all accrued interest shall automatically convert into common stock of the Company immediately prior to the Company's receipt of an effective order from the SEC declaring the registration statement of its initial public offering effective.

As of February 17, 2023, $100,000 of the 2023A Convertible Note have been sold. No offers are being taken as a result of the filing of this registration statement.

2023B Convertible Note Offering

On August 4, 2023, we closed a private placement (the "2023B Convertible Note Offering") of a convertible note (the "2023B Convertible Note") to an accredited investor pursuant to Rule 506 of Regulation D of the Securities Act. The 2023B Convertible Note has an annual rate of return of twelve and one-half percent (12.5%) per annum, payable as a Payment-in-Kind in the Company's common stock valued, at a price equal to sixty five percent (65%) of the per share price of securities sold in this offering, at the Maturity Date of the 2023B Convertible Note.

The 2023B Convertible Note shall mature nine (9) months from the closing date of the 2023B Convertible Note Offering (the "Maturity Date"). The outstanding principal balance of the 2023B Convertible Note and all accrued interest shall automatically convert into common stock of the Company immediately prior to the Company's receipt of an effective order from the SEC declaring the registration statement of its initial public offering effective.

As of August 4, 2023, $150,000 of the 2023B Convertible Note have been sold. No offers are being taken as a result of the filing of this registration statement.

2023C Convertible Note Offering On October 13, 2023, we closed a private placement (the "2023C Convertible Note Offering") of a convertible note (the "2023C Convertible Note") to an accredited investor pursuant to Rule 506 of Regulation D of the Securities Act. The 2023C Convertible Note has an annual rate of return of twelve and one-half percent (12.5%) per annum, payable as a Payment-in-Kind in the Company's common stock valued, at a price equal to sixty five percent (65%) of the per share price of securities sold in this offering, at the Maturity Date of the 2023C Convertible Note.

The 2023C Convertible Note shall mature nine (9) months from the closing date of the 2023C Convertible Note Offering (the "Maturity Date"). The outstanding principal balance of the 2023C Convertible Note and all accrued interest shall automatically convert into common stock of the Company immediately prior to the Company's receipt of an effective order from the SEC declaring the registration statement of its initial public offering effective. As of October 13, 2023, $43,200 of the 2023C Convertible Note have been sold. No offers are being taken as a result of the filing of this registration statement.

NOTE 17 - TAXES

Liabilities arising from its operational activities, not having any overdue or installment debts.

			Change	
	03/31/2024	12/31/2023	$	%
Federal tax payable	87,724	80,630	7,094	9%
State tax payable	87,862	83,270	4,592	6%
Municipal tax payable	0,213	195,43	-195,217	-100%
	175,799	**164,096**	**-183,531**	**-86%**

	Current		Non-Current		Total	
	03/31/2024	12/31/2023	03/31/2024	12/31/2023	03/31/2024	12/31/2023
COFINS	46,563	29,710			46,563	29,710
Contribuição Sindical	1,093				1,093	
CSRF	8,077	7.493,530			8,077	7.493,530
ICMS	71,293	66,171	16,307	16,829	87,600	83,000
ICMS ST	262	270			0,262	270
INSS	1,214	1,252			1,214	1,252
IRRF	8,489	20			8,489	19,586
ISS	213	195			213	195
PIS	10,115	9,617			10,115	9,617
Tax Government Program	5,046	5,615	7,127	7,355	12,173	12,970
	152,365	**139,912**	**23,434**	**24,184**	**175,799**	**164,096**

.

NOTE 18- LABOR AND SOCIAL SECURITY LIABILITIES

Liabilities arising from its operational activities, not having any overdue or installment debts.

			Change	
	03/31/2024	12/31/2023	$	%
Salaries	56,048	30,927	25	81%
Social Securits	81,082	76,711	4	6%
Labor Provisions	5,724	22,778	-17	-75%
	142,854	**130,417**	**12,438**	**10%**

Salaries

	03/31/2024	12/31/2023
Salaries	43,443	18,044
13º Salaries	11,390	11,754
Vacation	1,215	1,129
TOTAL	**56,048**	**30,927**

Social Securits

	03/31/2024	12/31/2023
INSS	66,055	64,156
FGTS	15,027	12,555
	81,082	**76,711**

Labor Provisions

	03/31/2024	12/31/2023
Vacation Provision	4,923	13,914
13º Salaries Provision	801	8,864
	5,724	**22,778**

NOTE 19– STOCKHOLDERS' EQUITY

(i)Common stock, $0.001 par value. 30,000,000 shares authorized as of March 31st, 2024 and December 31st, 2023, respectively; 12,000,000 shares issued and outstanding as of March 31st, 2024 and December 31st, 2023,
As required by ASC 505-10-50-3, we provide the following disclosure regarding our outstanding securities:
Common Stock:

- **Shares Outstanding: 12,000,000 shares**
- **Major Shareholders:**
  - Paulo Roberto Bonifacio: 8,203,000 shares (68.36%)
  - Bruno Bonifacio: 772,500 shares (6.44%)
  - Tivix Investments LLC: 599,000 shares (4.99%)
- **Unaffiliated Shareholders:** Various, totaling 2,425,500 shares (20.21%)

Warrants:

- **Issued Warrants:** Warrants allowing purchase of stock worth $100,000, exercisable on a cashless basis with a strike price at 125% of the IPO price, valid for three years.

Convertible Notes:

- **SMC Family Limited Partnership**: $12,500
- **Philip R H Connor LLC:** $12,500
- **Jasper Holdings LLC**: $75,000
- Alidora LLC: $100,000, with attached warrants enabling the purchase of stock worth $100,000, exercisable on a cashless basis at a strike price of 125% of the IPO price, valid for three years. Proceeds are exclusively for IPO-related expenses, and shares issued upon conversion are registered to be freely tradable .
  - **True-Up Period**: On the date that is twenty (20) trading days from the Financing Event that the Conversion Shares delivered by the Company to the Subscriber become Free Trading, there shall be a true-up period of 10 business days from the share issuance date. If the conversion price as of the True-Up Date is less than the conversion price sold in the Financing Event, the Company shall deliver additional Conversion Shares ("True-Up Shares") to the Subscriber as specified .
- **Charles Le Jeune:** $150,000
  - **Interest Rate:** 6.5% per annum
  - **Conversion Terms**: The principal and accrued interest of this note may be converted into shares of the company's common stock at a conversion price equal to 65% of the per share price of the securities sold in the Financing Event .
  - **Maturity Date:** Nine months from the date of the note or upon an Event of Default.

This disclosure ensures compliance with ASC 505-10-50-3 by providing a clear and concise explanation of the rights and privileges associated with each class of our outstanding securities.

(ii)According to legal basis, based on Complementary Law No. 160, of August 7, 2017, began to treat as a subsidy for investment the tax benefits granted in the form of presumed/granted credit provided for in the ICMS regulation of the states of Rio de Janeiro, Paraná And São Paulo granted in operations with food products carried out by industrial and commercial units, the tax incentives granted by the states or the Federal District began to be considered subsidies for investments, deductible for the calculation of income tax and social contribution. Thus, the company found, the ICMS subsidy in the total accumulated of BRL 4,570,310 (BRL 914,913 on 12.31.2023). As provided for in Article 30 of Law 12.973/14, the Tax Incentive Reserve may be used to absorb losses, provided that previously the other profit reserves have been fully absorbed, except for the legal reserve, or for capital increase. Within the same legal provision, the reservation of tax incentives and legal reserve does not compose the basis of calculation of the mandatory minimum dividend, and the company must submit it to taxation, in case of distribution.

	03/31/2024	12/31/2023	Change $
Capital stock	1012,492	1012,492	
Common stock, par value $0.001 per share; 30,000,000 authorized shares, 12,000,000 shares issued and outstanding			

Net Income of the year	(630,311)	(4.703,090)	(4.072,779)
Equity valuations adjustments (CTA)	-175,343	3,902	3,902
Equity valuations adjustments (CTA)	372,731	-159,281	-532,012
	(4.029,141)	(3.845,977)	(4.600,889)

Authorized Stock and Amendments

Partner	Capital	%
AC SKAF HOLDINGS LTD	500,000	4,167%
ACCELERA SOLUTIONS S.A.	275,.000	2,292%
DANIELA SERIO BONIFACIO	100,000	0,833%
PAULO ROBERTO BONIFACIO	8,203,000	68,358%
GUILHERME REIF CARVALHAES	8,000	0,067%
CASA III HOLDINGS	772,500	6,438%
ERIK JAKOB ENGSTROM	2,000	0,017%
MALP HOLDINGS	772,500	6,438%
CHRISTOFER CHARLES LE JEUNE	70,000	0,583%
OPENCAP GLOBAL INC	145,000	1,208%
ROBERT OSSELAER	5,000	0,042%
PRHC LLC	260,600	2,172%
ANTOINE DE SEJOURNET DE RAMEIGNIES	5,000	0,042%
MR. PHILIPPE DE COCK DE RAMEYEN	2,400	0,020%
RANDWYCK LLC	40,000	0,333%
SMC FAMILY LIMITED PARTNERSHIP	233,000	1,942%
CAROLINE SOREL	5,000	0,042%
TIVIX INVESTMENTS LLC	599,000	4,992%
PATRICK GEORGES VANHERCK	2,000	0,017%
TOTAL	**12,000,000**	**100%**

NOTE 20 – REVENUE RECOGNITION

Revenue recognition is a General Accepted Accounting Principle (GAAP) that identifies the specific conditions under which revenue can be recognized by the Company and determines how to account for it. Typically, revenue is recognized when a critical event occurs, when a product or service is delivered to a customer and the cash value is easily measurable for the company.

Revenue accounting is pretty straight-forward when a product is sold and revenue is recognized when the ownership or possession of products is transferred to the customer, but typically when a company takes a long time to produce a product or is financed by the customer, the recognition of revenue may be subject to exceptions.

Revenue recognition principles within a company must also remain constant over time, so historical financials can be reviewed and revised for seasonal trends or inconsistencies.

The revenue recognition principle is also regulated by ASC 606 in USGAAP terms. The revenue recognition principle requires that revenues be recognized in the income statement in the period in which they are transferred/realized and earned – not necessarily when cash is received.

The revenue-generating activity must be fully or essentially completed to be included in revenue during the respective accounting period. In addition, there must be a reasonable level of certainty that payment for the revenue earned will be received. Finally, according to the standard principle, revenue and its associated costs must be reported in the same accounting period.

Accounting Standards Codification (ASC) 606: On May 28, 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Codification (ASC) 606, referring to revenue from contracts with customers. ASC 606 provides a uniform framework for recognizing revenue from contracts with customers. The old guidance was industry-specific, which created a fragmented policy system. The updated revenue recognition standard is industry-neutral and therefore more transparent. It allows for better comparability of financial statements with standard revenue recognition practices across industries.

There are five steps required to satisfy the updated revenue recognition, principle, all of which are followed by the Company:

- Identify the agreement with the customer;
- Identify contractual enforcement obligations;
- Determine the consideration amount/price of the transaction;
- Allocate the determined amount of consideration/price to the contractual obligations and;
- Recognize revenue when the performing party satisfies the performance obligation.

In addition, there must be a reasonable level of certainty that payment for the revenue earned will be received. Finally, according to the standard principle, revenue and its associated costs must be reported in the same accounting period.

Revenue from the sale of products is recognized when the control, significant risks and benefits of ownership of the goods are transferred to the buyer, to the extent that it is probable that economic benefits will be generated for BR Brand and when it can be reliably measured. Revenue is measured based on the fair value of the consideration received, excluding discounts, rebates and sales taxes or charges. Revenue from the sale of products is recognized when the tax document is issued, a moment very close to the delivery of the products and respective transfer of ownership (sales contract). Revenue is not recognized if there is significant uncertainty as to its realization.

In logistics terms, revenue recognition also involves controls aimed at ensuring the integrity of transaction records, conditioned to the appropriate moment in which services are provided and recognized by the customer. Considering the volume of transactions involved, portfolio of transport services, logistics and storage management, geographic location of logistics and customer service, revenue recognition involves a high dependence on the proper functioning of the internal controls determined by the Compan

			Change	
	03/31/2024	03/31/2023	$	%
Gross Sales	58,966	5,488,212	(5,429,247)	-99%
Subsidy Revenue (ICMS Presumed Credit)		368,629	(368,629)	-100%
(-)Sales Return	(4,844)	(294,535)	289,691	-98%
(-)Conditional discounts	(2,326)	(198,216)	195,890	-99%
(-)ICMS	(7,888)	(412,757)	404,870	-98%
(-)PIS	(675)	(1,798)	1,124	-62%
(-)COFINS	(2,771)	(8,283)	5,512	-67%
Total	**40,463**	**4,941,252**	**(4,900,789)**	**-99%**

NOTE 21– Cost of products sold

The balance of operating expenses corresponds to the total amount, consisting of the sum of the balances, as detailed.

			Change	
	03/31/2024	03/31/2023	$	%
(-) Cost of produtcs sold	(47,029)	(3.707,304)	3.662,601	-99%
(-) Freight	(1,587)	(326,941)	325,354	-100%
(-)Packaging		(67,406)	67,406	-100%
(-)Benefit		(817)	817	-100%
Total	**(48,616)**	**(4.102,469)**	**4.053,853**	**-11%**

NOTE 22 – Sales, General and administrative expenses

General and administrative expenses

These are all expenses related to administrative and commercial service providers, payroll, consumption expenses to maintain the company's routine.

			Change	
	03/31/2024	03/31/2023	$	%
Administrative expenses				
Services 3rd parties	(26,491)	(212,372)	185,881	-84%
General expesnes		(81,908)	81,908	-100%
Labor	(3,321)	(47,773)	44,452	-93%
Other expenses	(260)	(106,635)	(153,365)	144%
Depreciation	(54,795)	(73,392)	18,597	-25%
Total	**(84,868)**	**(522,080)**	**437,212**	**-84%**
Sales expenses				
Sales comission		(144,150)	144,150	-100%
General expesnes		(280,666)	280,666	-100%
Labor	(15,015)		(15,015)	100%
Royalties	(1,491)	(92,005)	90,514	-98%
Total	**(16,506)**	**(516,821)**	**500,315**	**96%**

NOTE 23 – FINANCIAL INCOME

The balance of the financial income corresponds to the total amount, consisting of the sum of the balances, according to detail. The financial expenses composed of discounts granted, bank expenditure, billing expenses, IOF, monetary variation, fines and interest on loans. Financial revenues comprise the amounts related to income on interest received and discounts obtained.

			Change	
	03/31/2024	03/31/2023	$	%
Financial Revenue				
Interest	-	2,918	-2,918	-100%
		2,918	**-2,918**	-100%
Financial Expenses				
IOF		(2,157)	(2,145)	-100%
Banking Expenses	(1,341)	(5,180)	3,839	-74,112%
Interest	(516,501)	(261,252)	(255,249)	0,977
	(517,842)	**(268,589)**	**-249,253**	**92,80%**

NOTE 24 – TAX

Income taxes are provided for the tax effects of transactions reported in the financial statements and consist of taxes currently due plus deferred taxes. Deferred taxes are recognized for differences between the basis of assets and liabilities for financial statement and income tax purposes.

In Brazil, taxation on profit comprises income tax and social contribution, as described below:

Income Tax (IRPJ) - in the form of taxation on taxable income, is computed on taxable income at the rate of 15%, plus an additional 10% for profits that exceed R$ 240,000 in a 12-month period.

Social Contribution (CSLL) - applied at the rate of 9% on taxable income, recognized on an accrual basis.

	2024	2023
IRPJ	(1,843)	-
CSLL	(1,099)	-
Total	(2,942)	-

Taxable Income - are the additions to accounting income of temporarily non-deductible expenses or exclusions of temporarily non-taxable income, considered for the calculation of current taxable income, which generate deferred tax credits or debits.

In addition, the sale of basic basket products (e.g. "Beans") has a state tax incentive as an investment subsidy, such as reductions in the ICMS(*), IRPJ and CSLL calculation bases, rate reduction, exemption, deferral related to the benefit of the ICMS presumed credit.

The tax rates and tax laws used to calculate the amount are those in effect at the balance sheet date.

For 2023, the company has no Income tax and social contribution.

(*) State value-added tax on services and circulation of goods.

Taxes on sales

Revenues, expenses and assets are recognized net of sales tax, except:

When sales taxes incurred on the purchase of goods or services are not recoverable from the tax authorities, in which case the sales tax is recognized as part of the acquisition cost of the asset or expense item, as the case may be;

When receivables and payables are presented together with the sales tax amount; It is

The net amount of sales tax, recoverable or payable, is included as a component of amounts receivable or payable in the balance sheet. Revenues from sales in Brazil are subject to the following taxes and contributions, at the following basic rates:

Rates

ICMS - Tax on Circulation of Goods and Services	18%
COFINS - Social Security Contribution	7,60%
PIS - Social Integration Program	1,65%
IPI - Tax on Industrialized Products	5%
ISSQN - Tax on Services of Any Nature	5%

Credits arising from non-cumulative PIS/COFINS are shown deducted from cost of goods sold or general and administrative expenses, in the statement of income, depending on the source of the expenditure. Amounts subject to offsetting are stated in current or non-current assets, according to their expected realization. In the income statement, revenues are presented net of these taxes.

The Company is framed as opting for the real profit subject to the incidence of legal income tax(IRPJ) and the social contribution on net income (CSLL) on the result determined in each year.

However, it contributes to the income tax on fixed or variable income financial investments, upon retention by the institutions in which financial investments are carried out.

Deferred Tax Liabilities

The Company's has no deferred tax liabilities, deferred tax assets, and deferred tax asset valuation allowances at December 31st, 2023

NOTE 25 – RELATED PARTY TRANSACTIONS

During the fiscal year, we entered into related party transactions with some of our shareholders or other related parties. These operations arise from the provision of logistics services as well as from financial transactions entered into under market conditions, in accordance with our interests, customary market practices at the time of their execution and do not have relevant amounts individually or in aggregate.
From time to time, we enter into transactions with related parties, including entities involving certain members of our board of directors or senior management. The definition of a related party is based on applicable accounting standards and our internal policy, which

may be more restrictive in relation to applicable laws and regulations under certain circumstances.

In addition, we have not entered into any related party transaction that is or was unusual in nature or conditions during the current or last prior financial year, nor has such transaction been proposed that is or would be material to our business. Our policy on related party transactions prohibits us from extending loans or guarantees to members of our board of directors, our management, or key management or any members of their close family members.

Name	Principal Position	Year	Salary ($)
Bruno Bonifacio	Chief Executive Officer and Director	2024	96,000
		2023	96,000
Bonifacio, Paulo R.	President	2024	168,000
		2023	168,000
Burti, Leonardo P.	Chief Financial Officer and Director	2024	108,000
Farina, Fabio L.		2023	72,000

Intercopamy

	03/31/2024		12/31/2023	
	Recevible	Payable	Recevible	Payable
Boni Logistica	20,434		23,531	
BR Brands	683,338	20.434	683,338	23,531
BRB Foods		683.338		683,338
Total	**703,772**	**703,772**	**706,869**	**706,869**

Related Parties

	03/31/2024	(+)Add	(+) Interest	Payments	12/31/2023
C-Level					
O.S.				13,581	13,581
D.S.B	130,785		12,192		118,593
B.B				7,432	7,432
E.S.B	63,270		21,083		42,187
P.B	17,189				

Convertible note	454,750	100,000			354,750
Total	**665,994**	**100,000**	**33,275**	**21,013**	**536,543**

NOTE 26– SUBSEQUENT EVENTS

February, 15, 2024 - FOR VALUE RECEIVED, BRB Foods, Inc., a Wyoming corporation with principal place of business at Rua Doutor Eduardo de Souza Aranha, 387 – Conjunto 151, São Paulo, SP, Brazil, 04543-121 (hereinafter called "Borrower" or the "Company"), hereby promises to pay to Alidora LLC or Designated Entity, Sea Horse Ranch, Villa 61, Sosua, Dominican Republic, the sum of One Hundred Thousand U.S. Dollars (US$100,000), with interest accruing at an annual rate of six-and-a-half (6.5%) percent. Interest hereunder shall be payable at maturity in kind, with payment in shares of the Company common stock valued at the Conversion Price (as hereinafter defined; the "PIK Shares"), or if there is no Financing Event (as hereinafter defined) such Interest shall be paid in cash. The Company and Holder collectively shall be designated for purposes of this Convertible Note (the "Note") as the Parties.

April, 25, 2024 The Company signed an Agreement for the Grant of Warranty with UNI KAPITAL 2004 INVESTMENT, S.A. The Company is in negotiations with financial institutions to obtain financing or to open a line of credit, individually or syndicated (the "Financier") in the approximate amount of USD $5,500,000.00 (Five million five hundred thousand US dollars) and, for this purpose, must present sufficient guarantees to such institutions.