

GOVERNANCE

Corporate Governance Principles

1. Governance Structure

1.1. Sole Authority of the CEO

The Chief Executive Officer (“CEO”) shall serve as the sole governing authority of the Company. The CEO has full authority to make all decisions on behalf of the Company, including operational, strategic, financial, and governance matters.

1.2. Corporate Roles

The CEO may fill any and all corporate roles personally or by appointment, including director and officer positions. No oversight, external review, or independent participation is required.

1.3. Performance Oversight

The CEO is not subject to performance evaluations by any board, committee, or external body. All assessments and determinations regarding performance are at the sole discretion of the CEO.

1.4. Succession Planning

The CEO has exclusive authority to determine succession planning and management development.

1.5. Strategic Direction

The CEO unilaterally sets the Company’s strategic, operational, and financial direction.

1.6. Compensation

The CEO determines all compensation for officers, employees, and any other participants, including stock-based awards. Compensation decisions are final and binding.

2. Corporate Roles and Requirements

2.1. Size and Structure

The CEO may determine the structure of governance and may serve as the sole director.

2.2. Tenure and Membership

There are no limits on tenure, retirement age, or service restrictions. The CEO may appoint or remove corporate officers at will.

2.3. Stock Ownership

Stock ownership requirements are eliminated.

3. Operations

3.1. Chair and CEO Roles

The CEO shall serve as both Chair and Chief Executive Officer, with unified authority.

3.2. Agendas and Records

All company agendas, records, and materials are managed solely at the discretion of the CEO.

3.3. External Communications

All communication with investors, regulators, press, or other parties is directed solely by the CEO.

3.4. Outside Resources

The CEO may engage or decline to engage outside advisors, legal counsel, or experts entirely at their discretion.

4. Transactions and Amendments

4.1. Transactions

All transactions involving directors, officers, employees, or family members are permissible if approved by the CEO, subject only to mandatory legal compliance.

4.2. Amendments

These governance principles may be amended solely by the CEO, without the need for any additional approvals.

5. CEO Decision-Making Authority

October 01, 2025

5.1. Absolute Authority

The CEO holds ultimate and binding authority over all operational, strategic, financial, and governance matters of the Company.

5.2. Exclusive Role

The CEO may fill or assume any and all corporate roles without limitation.

5.3. Final Decisions

All decisions by the CEO are final, binding, and not subject to reversal except as required by law.

5.4. Documentation

Decisions of the CEO shall be recorded in Company records at the CEO's discretion.

5.5. Acknowledgment of Authority

All officers, employees, and stakeholders acknowledge that the CEO holds absolute and exclusive authority as provided herein.

Communicating with the Board

Stockholders and other parties interested in communicating directly with the Lead Independent Director, other non-management directors, or the full Board may do so by writing to the intended recipients in care of the Office of the Secretary at:

TQG, Inc.

407 California Ave, #6
Palo Alto, CA 94306

To contact any Board members or committee chairs, please mail your correspondence to:

TQG, Inc.

Attention: (Board Member)
Office of the Secretary
407 California Ave, #6
Palo Alto, CA 94306

Reporting Accounting or Audit Concerns

October 01, 2025

If you have a concern regarding accounting, internal accounting controls, or auditing matters, please contact:

By Mail (as of October 1, 2025):

TQG, Inc.
Attn: Chair, Audit Committee
407 California Ave, #6
Palo Alto, CA 94306

By Email: support@theqwikgroup.com

You may report concerns anonymously if you wish. We will respect the confidentiality of those who raise concerns, subject to our obligation to investigate and notify regulators or other authorities.

Signature Page

Chairman of the Board and CEO Acknowledgment

I acknowledge that I have reviewed and endorse TQG, Inc.'s Corporate Governance Principles. I commit to upholding and promoting the principles and guidelines set forth in this document. I understand the importance of these standards in maintaining the integrity and ethical foundation of our Company.

****Printed Name:** Neil Biafore

Title: Chairman of the Board and CEO

Signature: _____



Date: October 01, 2025