

From the desk of Gaydon Leavitt
April 13th, 2026
St. George, Utah

Dear Shareholder,

Q1 (first quarter) has passed. I will be providing the newsletter to take pressure off of Christopher, who is working on exits, new fund/deal documents, rebuilding our finance operations and books, and a variety of other operational projects.

- The War -

Yes, our business has been affected by the war on a variety of fronts. Several different projects have changed timelines because of the war and our gold fund, particularly. I will detail some of those throughout today's newsletter.

- CEO Role -

The dynamics of Christopher playing CEO currently and the board sharing executive roles are still in place. As you know, I am adamant that Toolbox hire a new CEO. None of the individuals we have spoken to (for the CEO role) has met our needs. I feel this is an important step, as I am unable and Christopher cannot dedicate enough time. However, our sharing of the responsibilities has worked. While we all hope for a great new hire, the dynamic we have right now is working to get things done operationally.

If you have any recommendations for this new CEO, we appreciate you sending them to board@toolboxos.com.

- Capital Raises for Shareholder Exits -

The transactions Christopher mentioned in the previous newsletter are still hanging in the balance and are progressing here in Q2.

Progress-wise, we really lost a good portion of Q1 because of delays on the part of the parties we are negotiating with, who have their own reasons for timelines (that we clearly don't control). We are still working on 2 different deals that could potentially result in liquidity for shareholders. We expect terms on a timeline dependent on how the news cycle goes, the war (possibly), how equity markets do, and how things go internally for our prospective investor groups. Just none right now, unfortunately. I would imagine that in the next newsletter, there should be info on this subject to share.

I will make sure that WHEN there are updates on this topic, we will not be waiting for newsletter day. I will be providing information to you when it becomes available, regardless of the date.

- New Deal Cash Flows -

An astute shareholder once mentioned that Toolbox is a business with the potential of great EBITDA (exits and big wins because of the model), but 'cash flow' would always be the question of our model (i.e., how do we make money today while the work of building equity gets done). Although it has taken us longer than I thought it would, it seems to be working. We have vehicles for the multiplication of capital that are currently operating. Once awaited exits happen, more capital begins to be multiplied (in treasury). Even without the capital from exits, we still have cash flow vehicles and much more potential for cash flow than we ever had before we started this EBITDA focus. When we have exits to fuel our cash flow vehicles, it will just get much more profitable.

To be clear, we don't seek shareholder buyout monies for the purpose of multiplication of capital or deployment of capital. We seek them primarily for the purpose of exiting shareholders from their equity positions.

I am excited to announce a new deal. This one is different from any other we have done. We built a new fund that has cash flows every week. This is our first deal with that kind of consistency of cash flows. We built several others (such as gold), but I would classify them as intended yearly or quarterly flows. This fund is in its infancy, but we are in distribution as of today, which isn't something that we see every day. If this fund goes from nearly \$1M (as of today) to \$5M, we would actually be able to start shareholder buyouts from the flow from just this one deal. Of course, we have many others. The board's goal right now is to grow this fund as a primary source of revenue and, of course, simultaneously work on exits and our other funds.

If anyone wants to discuss helping us in any way with this fund (finding help, capital raises, finding investors, learning about it, etc.), contact Germaine, and she will set you an appointment with the right person(s) so you can learn about the opportunities.

We also have 2 of our software deals that finished their beta phases this past quarter and have graduated into the (paying) customer acquisition phase. So those are exciting because we will start to reap some level of reward for those investments of time and resources.

As you know, our focus right now is on anything that will produce profit for Toolbox (typically, we look at a 3-month window), so that we can control our destiny more thoroughly and rely less on equity markets and less on economic cycles. The exiting of "most" deals is highly dependent on economic cycles and equity markets.

- 2026 Exits -

We are very heads down on getting out of some deals, and particularly an exit we are starting to realize this week.

I still think we can exit around 5 positions we are in this year, and 3 of them that could happen in this quarter were also on the table last quarter and simply got delayed, but are still just as relevant as ever.

There are still at least \$10M in exits that we have on hand, and our hope is to accomplish all of them this year. Not a guarantee. Based on all available info I have, they are quite accomplishable. I expect exits this year and possibly each quarter of this year, or multiple in one quarter. We hope that macroeconomics are stable and the news cycles are less economically oriented.

FYI, we do not have dividend plans and never have. We have exit plans, and always have. This is still true, even if above exits happen.

- The Gold Department -

Our gold department is delayed and hampered by the war (and other geopolitical factors), and our cash flow potential from it. In this business, we are very much subject to the global supply chain dynamics and the airspace associated.

As I stated last quarter, 2025 was the year for us to focus on gold, and we believe we have laid the foundation to build a multi-million dollar empire there. It remains. Same goals. Same potential. For now, it is on hold, and hopefully, we will be getting some good news soon.

- Tech Department -

We have had some AI discussions with 2 different shareholders who have reached out wanting to see if there was any type of AI we could build. We encourage you to reach out if you feel that way. You can contact Germaine, and she will get you an appointment.

ROI in tech deals is mostly based on startups exiting and are the most inconsistent type of deals (as you know, about 1 in 10 succeed on average). However, the tech department is a key feature in terms of being able to scale other deals, whether tech or not. Tech is a weapon almost always.

Just a reminder, we used to measure the tech department by how many new deals we start. We don't do that anymore and haven't done that in about 18 months. We are focused on a 3-month timeframe to get any potential deal into revenue for Toolbox.

As you likely know, technology deals rarely create cash flow quickly but rather usually create EBITDA through exits. However, our tech department is also a support system for all other departments, which aids in EBITDA creation, even with our trading, funds, etc.

- Data Room -

Christopher has this piece in his hands, and I want to remind you that I hampered him by letting go of our previous finance team and then quickly leaving due to health complications.

I would hope that he has the data room for everyone in the next newsletter he issues. He has so much to do alone - it is overwhelming most days. I am extremely happy with his performance and what he has been able to deliver for us as a team while still recognizing that shareholders personally want more from him. I believe his priorities are correct, and I believe we are doing the best with what resources he has. With that said, I expect an entirely new team there this year, and things to shift after some of these exits, but it will just take some time.

- Outlook -

We remain resilient even though the majority of Q1 was nearly erased by the war, hurting gold and other negotiations we have going on. In some ways, it is nothing new. Market crashes, COVID, banking crises, and other macro-economic forces have always been going on since the start of Toolbox.

As I stated last quarter, in my opinion, I estimate that we will do about \$16M in EBITDA this year. Obviously, we have dependencies in order for that to happen, just like any other business would.

The #1 factor as to how much money we make in the fund department is access to investor capital. The more money we raise into a fund, the faster we multiply capital for Toolbox. I focus there for maximum impact for shareholders and investors.

- Team -

Since I took over operations in June of 2024, I have spent hundreds of hours in training with our team. I made even more team changes in Q1.

The CEO hire is the #1 move we can make. We are also hiring multiple positions in the bookkeeping/finance team.

We want more talent on the capital raising team for our fund department as well.

Please reach out if anyone comes to mind that we should talk to.

- Thank You -

If you want to discuss a particular business or opportunity we have, just email - germaine@toolboxos.com

To contact the board, just email - board@toolboxos.com

I thank all of you for your prayers and want to extend my apologies for not being there for any of you (I wish I could be), including not taking your calls, texts, and emails. I am still the Chairman. I am still here for you.

A handwritten signature in black ink, appearing to be a stylized 'G' or similar character, followed by a long horizontal stroke.